UNITED STATES BANKRUPTCY COURT DISTRICT OF NORTH DAKOTA

In Re:	Case No.: 25-30002
Generations on 1st, LLC, Debtor.	Chapter 11 (Main Case)
In Re:	Case No.: 25-30003
Parkside Place, LLC, Debtor.	Chapter 11 (Jointly Administered)
In Re:	Case No.: 25-30004
The Ruins, LLC,	Chapter 11
Debtor.	

DECLARATION OF RICHARD KLOOS (KLOOS ELECTRIC, LLC) CERTIFYING RECORDS PURSUANT TO FEDERAL RULE OF EVIDENCE 902(11)

STATE OF SOUTH DAKOTA)) SS
COUNTY OF CODINGTON)

I, RICHARD "RICK" KLOOS, pursuant to 28 U.S.C. § 1746, hereby certifies as

follows:

- 1. I am over 18 years of age, of sound mind, and otherwise competent to make this Certification. The evidence set out in this Certification is based on my personal knowledge.
- 2. I am the owner of Kloos Electric LLC ("<u>Kloos</u>") located in Watertown, South Dakota. Kloos provides electrical services, materials, and labor.

- 3. I am the records custodian for Kloos.
- 4. Kloos was subpoenaed for records in the lawsuit *Red River State Bank v. The Ruins, LLC, et. al.*, Codington County Circuit Court, South Dakota, Case No. 14CIV24-68. Kloos responded to the subpoena and provided documents as requested.
- 5. I have some personal knowledge of the construction of the 63-unit mid/high rise building located at 315 East Kemp Ave., Watertown, South Dakota (the "Ruins Project"). Kloos provided electrical services, materials, and labor for the Ruins Project.
- 6. I have personal knowledge of the construction of the mixed-use building located at 26 1st Ave. SW, Watertown, South Dakota (the "<u>Generations Project</u>"). Kloos provided electrical services, materials, and labor for the Generations Project.
- 7. I have personal knowledge of the construction of the Parkside Place apartment building located at 8 2nd St NE, Watertown, South Dakota (the "<u>Parkside Project</u>"). Kloos provided electrical services, materials, and labor for the Parkside Project.
- 8. I have personal knowledge of the construction of the mixed-use building located at 10 N. Broadway, Watertown, South Dakota (the "<u>Lofts Project</u>"). Kloos provided electrical services, materials, and labor for the Lofts Project.
- 9. True and correct copies of Kloos's Estimate, Invoices, and payment records for the Ruins Project are attached as **Exhibit A**.
- 10. True and correct copies of Kloos's Payment Applications, Estimates and Invoices, payment records, and lien waivers for the Generations Project are attached as **Exhibit B**.
- 11. True and correct copies of Kloos's Payment Applications, Estimates and Invoices, payment records, and lien waiver for the Parkside Project are attached as **Exhibit C**.
- 12. True and correct copies of Kloos's Payment Applications, Estimates and Invoices, and payment records for the Lofts Project are attached as **Exhibit D**.
- 13. The documents attached as <u>Exhibits A (Ruins)</u>, <u>B (Generations)</u>, <u>C (Parkside)</u>, and <u>D (Lofts)</u> were made at or near the time of the events set forth therein by myself and other people with knowledge of those matters.
- 14. It was the regular practice of Kloos's business activities to make the records and/or to keep copies from information transmitted by the records attached as **Exhibits A, B, C,** and **D**.
- 15. The records attached as **Exhibit A, B, C, and D** were kept in the regular course of business activity.

16.	I certify under penalty of perjury that the foregoing is true and correct.
	Executed on 0/15/2025 day of October, 2025.
	Signed by: Signed by: S15290EF9DEB4CA R1chard "R1ck" Kloos

Exhibit A

Kloos Electric LLC

Ruins Project Estimate, Invoices, and Payment Records



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate: Ruins

Date:

6/22/2022

Trench 160' from transition cabinet next to city transformer to building main 1600A circuit breaker.

Install 6 3" pvc conduits.

Pull wire from Transition cabinet to main breaker.

 Subtotal:
 \$ 19,575.30

 Tax:
 \$ 391.51

 Total:
 \$ 19,966.81

6-24-2002

Please note that all estimates are good for a period of 7 days, after that time the original estimate will be reaccessed and may be altered. Any alterations to this estimate will be subject to change of the original estimate.



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Invoice: Ruins

Date:

7/19/2022

Trench 210' from transition cabinet next to city transformer to building main 1600A circuit breaker.

Install 6 3" pvc conduits.

Pull wire from Transition cabinet to main breaker.

 Subtotal:
 \$ 28,509.78

 Tax:
 \$ 570.20

 Total:
 \$ 29,079.98

7-19-22

All ivoices are due within a period of 15 days.



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Invoice: Ruins

Date: 7/19/2022

Trench 210' from transition cabinet next to city transformer to building main 1600A circuit breaker.

Install 6 3" pvc conduits.

Pull wire from Transition cabinet to main breaker.

 Subtotal:
 \$ 28,509.78

 Tax:
 \$ 570.20

 Total:
 \$ 29,079.98

Due: \$ 15,000.00

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Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US (605) 881-5859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS DUE DATE

1555 08/09/2022 Net 15 08/24/2022

DATE	ACTIVITY	QTY		
08/09/2022	8/09/2022 Labor ruins service		RATE	AMOUNT
		0.5261	28,509.78	14,999.00T
		SUBTOTAL		14,999.00
		TAX (0.02)		299.98
		TOTAL		15,298.98
		PAYMENT		15,000.00
		BALANCE DUE		\$298.98

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PAYEE: KLOOS ELECTRIC Property

Description

Amount

1405

10/25/2022

Invoice - Date

15,000.00

15,000.00

Craig Development, LLC

PO Box 426 Fargo, ND 58107

First Community Credit Union 4521 19th Avenue South Fargo, ND 58103

11077

77-7869/2913

**** FIFTEEN THOUSAND AND 00/100 DOLLARS

TO THE ORDER OF

KLOOS ELECTRIC 311 27TH ST NW 57201 WATERTOWN, SD

10/25/22

\$15,000.00**

Business Account

NON-NEGOTIABLE

Authorized Signature

Exhibit B

Kloos Electric LLC

Generations Project
Payment Applications
Estimates and Invoices
Payment Records
Lien Waivers

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Kloos Electric LLC

Type Invoices			Status	Delivery Method		Date	Customer
IIIVOI	ces	A	III statuses	Any		All	All
Date	Type	No.	From / To	Memo	Amount		Status
9/19/22	Invoice	1558	Jesse Craig:Generations		\$51,884.14	Overdue on 10 Partially paid,	
3/24/22	Invoice	1536	Jesse Craig:Generations		\$116,994.23	Paid	
2/24/22	Invoice	1532	Jesse Craig:Generations		\$90,250.79	Paid	
1/25/22	Invoice	1531	Jesse Craig:Generations		\$94,957.77	Paid	
1/3/22	Invoice	1529	Jesse Craig:Generations		\$113,998.06	Paid	
12/26/21	Invoice	1528	Jesse Craig:Generations		\$28,505.07		
11/18/21	Invoice	1524	Jesse Craig:Generations		\$28,499.98		
10/18/21	Invoice	1516	Jesse Craig:Generations		\$108,000.00	Paid	
9/22/21	Invoice	1514	Jesse Craig:Generations		\$67,500.00		
7/26/21	Invoice	1499	Jesse Craig:Generations		\$58,500.00	Paid	
6/1/21	Invoice	1497	Jesse Craig:Generations		\$116,968.75		

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PAYMENT APPLICATION Document Page 12 of 87 Generations on 1st. PROJECT: Generations Application # Distribution To: 26 1st. Ave. N 26 1st Ave. SW. Period Start 6/1/2021 ✓ Owner Fargo, ND 58102 Watertown, SD 57201 Period End Accounting Application Date 9/14/2022 Architect Kloos Electric FROM: Subcontract #: Owner's Rep. 311 27th St. NW Date of Contract 4/5/2021 Watertown, SD 57201 VIA CONTRUCTION MANAGER: Prevail, LLC FOR: VIA ARCHITECT: TL Stroh Architect CONTRACTORS SUMMARY OF WORK Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: Application is made for payment as shown below. (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to $\overrightarrow{m{U}}$ Continuation Page is Attached Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entilted to this 1 CONTRACT AMOUNT payment. 845,082.75 2 SUM OF ALL CHANGE ORDERS \$30,911.48 CONTRACTOR Date: 9-14-22 **3 CURRENT CONTRACT AMOUNT** (Line 1 + Line 2) \$875.994.23 4 TOTAL COMPLETED AND STORED 875,994.23 (Column G on Continuation Page) 5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) Certification 6 TOTAL COMPLETED AND STORED LESS RETAINAGE 824.244.23 Required Not Required (Line 4 Minus Line 5 Total) The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They haveinspected the Work represented by this Application, 2. Such 7 LESS PREVIOUS PAYMENT APPLICATIONS 824,244,23 work has been completed to the extent indicated in this application, 3. this Application for Payment (Line 6 from Prior Application) accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager 8 PAYMENT DUE 51,750.00 and Architect know of no reason why payment should not be made. 9 BALANCE TO COMPLETION Certified Amount Date (Line 3 Minus Line 6) (If the certified amount is different from the payment due, you should attach an explanation. Initial all SUMMARY OF CHANGE ORDERS Additions Deductions figures that are changed to match the certified amount.) GENERAL CONTRACTOR: Total changes approved in previous months \$30.911.48 Date ARCHITECT: Total changes approved this month Date Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be TOTALS \$30,911.48 \$0.00 made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract **NET CHANGES** \$30,911,48 Documents or otherwise.

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TO: Generations of	n 1st. F	PROJECT:	Generati	ons	Application #	4	Distribution To:
26 1st. Ave	. N		26 1st Ave	. SW.	Period Start	6/1/2021	✓ Owner
Fargo, ND 58	3102		Watertown, S	D 57201	Period End		
					Application Date	2/24/2022	Accounting
FROM: Kloos Elect	tric				Subcontract #:		Architect
311 27th St.	NW				Date of Contract	4/5/2021	Owner's Rep.
Watertown, SD	57201					47072021	
		VI	A CONTRUCTIO	N MANAGE	R: P	evail, LLC	
FOR:		VI	A ARCHITECT:			Stroh Architect	
CONTRACTORS SUMMA	RY OF WORK			0 1 1 1			
Application is made for payment as show	n below.			(1) the Work	signature below is his	assurance to Owner, concer	ning the payment herein applied for, that: ocuments, (2) all sums previously paid to
Continuation Page is Attached				Contractor u	nder the Contract hav	e been used to pay Contract Do	or's cost for labor, materials and other
				obligations u	nder the Contract for	Work previously paid for, and	(3) Contractor is legally entitled to this
1 CONTRACT AMOUNT		\$	845,082.75	payment.			
2 SUM OF ALL CHANGE ORDERS		_	\$30,911.48	CONTRACT	OR: KI	oos Electric	
3 CURRENT CONTRACT AMOUNT	(Line 1 + Line 2)		\$875,994.23	Ву:	Metho	B	Date: 3-28-22
4 TOTAL COMPLETED AND STORED		\$	875,994.23				
(Column G on Continuation Page)							
5 RETAINAGE:							
a. 5% of completed work	\$	4,750.00	<u></u>				
(Columns D+E on Continuation Pag	je)						
 b. 10% of Material Stored (Column F on Continuation Page) 	_\$		_				
Total Retainage (Line 5a + 5b or							
column I on Continuation Page)		\$	51,750.00				
6 TOTAL COMPLETED AND STORED L	ESS RETAINAGE	\$	824,244.23	Certifica	ation Req	uirad Not Dogu	and a
(Line 4 Minus Line 5 Total)			024,244.25	10.000000000000000000000000000000000000		TOTAL CONTRACTOR OF THE PARTY O	
7 LESS PREVIOUS PAYMENT APPLICA	ATIONS		707 250 00	payment here	ion wanager and Arc	They have inspected the Wor	their assurance to Owner, concerning the k represented by this Application, 2. Such
(Line 6 from Prior Application)	ATIONS	4		work has bee	n completed to the ex	tent indicated in this application	on, 3. this Application for Payment
8 PAYMENT DUE		6		accurately sta	ates the amount of Wo	ork completed and payment d	ue therefor, and 4. Construction Manager
		\$	The state of the s	all come years		ny payment should not be ma	de.
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	_\$		-	Certified Am	ount		Date:
	12000000			(If the certified	d amount is different f	rom the payment due, you sh	ould attach an explanation. Initial all
SUMMARY OF CHANGE ORDERS	Additions		Deductions	figures that ar	re changed to match t	he certified amount.)	,
Total changes approved in previous					ONTRACTOR:		
months	\$30,911.48			By:			Date:
Total changes approved this month			AND CONTINUES OF THE CONTINUES.	ARCHITECT:			
				By:	polication per person	t applied for barrie to an i	Date:
TOTALS	\$30,911.48		\$0.00	made only to	pplication nor paymer Contractor, and is with	capplied for nerein is assignational to applied for nereindice to any rights of	able or negotiable. Payment shall be Owner or Contractor under the Contract
NET CHANGES	\$30,911.48			Documents or	otherwise.	out projudice to any rights of	owner or Contractor under the Contract

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TO: Generations on	1st.	PROJECT: General	tions	Application #	4	Distribution To:
26 1st. Ave. I	N	26 1st Av		Period Start	6/1/2021	
Fargo, ND 581	02	Watertown,		Period End	0/1/2021	Owner
				Application Date	2/24/2022	Accounting C
FROM: Kloos Electric	С			Subcontract #:	2/24/2022	Architect
311 27th St. N	W			Date of Contract	4/5/2021	
Watertown, SD 5	7201			Date of Contract	4/3/2021	2
		VIA CONTRUCTI	ON MANAGE	R: Pre	vail, LLC	□ Owner's kep.
FOR:		VIA ARCHITECT:		D. T. S.	Stroh Architect	<u>-</u>
CONTRACTORS SUMMAR	Y OF WORK					32 152
Application is made for payment as shown	below.		(1) the Work	signature below is his a	ssurance to Owner, concer	ning the payment herein applied for, that: Cocuments, (2) all sums previously paid to
Continuation Page is Attached			Contractor u	nder the Contract have	been used to pay Contract	r's cost for labor, materials and other
			obligations u	inder the Contract for W	ork previously paid for, and	(3) Contractor is legally entilted to this
1 CONTRACT AMOUNT		\$ 845,082.75				
2 SUM OF ALL CHANGE ORDERS		\$30,911.48	CONTRACT	OR: Kloo	s Electric	9
3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2)	\$875,994.23	Pve.	Bulk		Date: 2-24-22
(Line 1 · Line 2)		- ^{By:}	June 10	\geq	Date:
4 TOTAL COMPLETED AND STORED		\$ 759,000.00				Ü
(Column G on Continuation Page)			-			Δ
5 RETAINAGE:						1
a. 5% of completed work	\$	4,750.00				
(Columns D+E on Continuation Page))	3				
b. 10% of Material Stored	\$					
(Column F on Continuation Page) Total Retainage (Line 5a + 5b or			E A			
column I on Continuation Page)		\$ 51,750.00				
6 TOTAL COMPLETED AND STORED LE	SS DETAINAGE		Contific	otion 🖂 .		
(Line 4 Minus Line 5 Total)	35 RETAINAGE	\$ 707,250.00	Certifica			
	TION O		The construct	tion Manager and Archit	tect's signatures below are the	heir assurance to Owner, concerning the k represented by this Application, 2. Such
7 LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application)	IONS	\$ 617,000.00	work has bee	en completed to the exte	nt indicated in this applicati	on, 3. this Application for Payment
			accurately sta	ates the amount of Work	completed and payment d	ue therefor, and 4. Construction Manager
8 PAYMENT DUE		\$ 90,250.00	and Architect	know of no reason why	payment should not be ma	de.
9 BALANCE TO COMPLETION		\$168,744.23	Certified Am	ount		Date:
(Line 3 Minus Line 6)			(If the certified	d amount is different fro	m the navment due, you sh	ould attach an explanation. Initial all
SUMMARY OF CHANGE ORDERS	Additions	Deductions	figures that ar	re changed to match the	e certified amount.)	оши ацаст ап ехрганацоп, тпіцаї ан
Total changes approved in previous				ONTRACTOR:		
months	\$30,911.48		Ву:			Date:
			ARCHITECT:			
Total changes approved this month			Ву:			Date:
TOTALS	\$30,911.48	\$0.00	Neither this A	pplication nor payment	applied for herein is assigna	ible or negotiable. Payment shall be
NET CHANGES	\$30,911.48		made only to	Contractor, and is witho	ut prejudice to any rights of	Owner or Contractor under the Contract
			Documents or	otherwise.		

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TO: Generations of 26 1st. Ave Fargo, ND 5	e. N	PROJECT:	Generation	. SW.	Application # Period Start Period End	4 6/1/2021	Distribution To: Owner Accounting
FROM: Kloos Elec 311 27th St. Watertown, SD	NW		CONTRIBUTION		Application Date Subcontract #: Date of Contract	1/25/2022 4/5/2021	Architect Owner's Rep.
FOR:			CONTRUCTIO ARCHITECT:	N MANAGEI		Prevail, LLC TL Stroh Architect	<u>.</u>
CONTRACTORS SUMMA	RY OF WORK			Contractor's	signature below is h	nis assurance to Owner concern	ning the payment herein applied for, that:
Application is made for payment as show Continuation Page is Attached	wn below.			(1) the Work Contractor u	has been performe nder the Contract ha	d as required in the Contract Do ave been used to pay Contractor	cuments, (2) all sums previously paid to r's cost for labor, materials and other (3) Contractor is legally entitled to this
1 CONTRACT AMOUNT		\$	845,082.75	payment.	nder the contract to	r vvoik previously paid for, and	(o) contractor is legally entitled to this
2 SUM OF ALL CHANGE ORDERS			\$30,911.48	CONTRACT	OR:	Kloos Electric	
3 CURRENT CONTRACT AMOUNT	(Line 1 + Line 2)		\$875,994.23	Ву:	front 2		Date: 1-25-22
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		_\$_	664,000.00				
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Pa b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or	sge) \$						
column I on Continuation Page)		_\$	47,000.00	0 4:5	. –		
6 TOTAL COMPLETED AND STORED (Line 4 Minus Line 5 Total)	LESS RETAINAGE		617,000.00	Certific	eranderen eran tur	equired Not Requi	seew =
7 LESS PREVIOUS PAYMENT APPLIC (Line 6 from Prior Application)	CATIONS	\$	522,000.00	payment here work has bee	ein applied for, that: en completed to the	They haveinspected the Workextent indicated in this application.	heir assurance to Owner, concerning the k represented by this Application, 2. Such on, 3. this Application for Payment
8 PAYMENT DUE		\$	95,000.00			Nork completed and payment di why payment should not be mad	ue therefor, and 4. Construction Manager de.
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)		\$258,994.23		Certified Am			Date:
SUMMARY OF CHANGE ORDER	Additions			the state of the second state of the second state of		It from the payment due, you sho h the certified amount.)	ould attach an explanation. Initial all
Total changes approved in previous months	\$30,911.48		A CONTRACTOR OF THE PARTY OF TH	GENERAL C	ONTRACTOR:		Date:
				ARCHITECT:			
Total changes approved this month				By:			Date:
TOTALS NET CHANGES			\$0.00				able or negotiable. Payment shall be Owner or Contractor under the Contract
INET CHANGES	\$30,911.48	9		Documents o	r otherwise.		

PAYMENT APPLICATION Page 16 of 87 Document Distribution To: PROJECT: Generations Application # Generations on 1st. TO ✓ Owner 26 1st Ave. SW. Period Start 6/1/2021 26 1st. Ave. N Watertown, SD 57201 Period End Accounting Fargo, ND 58102 Application Date 12/26/2021 Architect Kloos Electric Subcontract #: FROM: Owner's Rep. Date of Contract 4/5/2021 311 27th St. NW Watertown, SD 57201 Prevail, LLC VIA CONTRUCTION MANAGER: TL Stroh Architect VIA ARCHITECT: FOR: CONTRACTORS SUMMARY OF WORK Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Application is made for payment as shown below Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other Continuation Page is Attached obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitted to this 845,082.75 payment. 1 CONTRACT AMOUNT CONTRACTOR: \$30.911.48 2 SUM OF ALL CHANGE ORDERS Date: 12-26-2 \$875,994.23 By: (Line 1 + Line 2) 3 CURRENT CONTRACT AMOUNT 564,000.00 4 TOTAL COMPLETED AND STORED (Column G on Continuation Page) 5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or 42,000.00 column I on Continuation Page) Certification Required Not Required 522,000.00 6 TOTAL COMPLETED AND STORED LESS RETAINAGE The construction Manager and Architect's signatures below are their assurance to Owner, concerning the (Line 4 Minus Line 5 Total) payment herein applied for, that: 1. They haveinspected the Work represented by this Application, 2. Such 414,000.00 7 LESS PREVIOUS PAYMENT APPLICATIONS work has been completed to the extent indicated in this application, 3. this Application for Payment (Line 6 from Prior Application) accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made. \$ 114,000.00 8 PAYMENT DUE Date: **Certified Amount** \$353,994.23 9 BALANCE TO COMPLETION (Line 3 Minus Line 6) (If the certified amount is different from the payment due, you should attach an explanation. Initial all figures that are changed to match the certified amount.) Additions Deductions SUMMARY OF CHANGE ORDER GENERAL CONTRACTOR: Total changes approved in previous Date: \$30,911.48 months ARCHITECT: Date: Total changes approved this month Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be \$0.00 **TOTALS** \$30,911.48 made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract **NET CHANGES** \$30.911.48 Documents or otherwise

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TO:	Generations on 1st. 26 1st. Ave. N		PROJECT:	Generation 26 1st Ave		Application #		Distribution To:
15.455	Fargo, ND 58102			Natertown, S		Period Start Period End		✓ Owner
	1 4.90, 112 00 102		160	vatertown, o	0 3/201	Application Date		Accounting
FROM:	Kloos Electric					Subcontract #:	11/30/2021	Architect
	311 27th St. NW					Date of Contract	4/5/2021	Owner's Rep.
	Watertown, SD 57201							
			VIA	CONTRUCTIO	N MANAGE	R:	Prevail, LLC	
FOR:			VIA	ARCHITECT:			TL Stroh Architect	
CONTRAC	TORS SUMMARY OF	WORK			Contractor's	signaturo bolow is	his assurance to Owner	concerning the payment herein applied for, that:
Application is mad	de for payment as shown below.				(1) the Work	has been performe	ed as required in the Con	ntract Documents, (2) all sums previously paid to
Continuation Page	e is Attached				Contractor un	nder the Contract h	ave been used to pay Co	ontractor's cost for labor, materials and other
1 CONTRACT AN	MOUNT			0.5.000.55		nder the Contract f	or Work previously paid	for, and (3) Contractor is legally entilted to this
1 CONTRACT AN	WOUNT		_\$	845,082.75	payment.			i
2 SUM OF ALL C	CHANGE ORDERS		,	\$0.00	CONTRACTO	OR:	Kloos Electric	
3 CURRENT COM	NTRACT AMOUNT (Line 1 +	Line 2)		\$845,082.75	Ву:	Mule	A .	Date: 1/-30-21
	ETED AND STORED Continuation Page)		\$	450,000.00				
b. 10% of Mat (Column F o Total Retainage	+E on Continuation Page) erial Stored n Continuation Page) (Line 5a + 5b or	\$	1,500.00					
	Continuation Page)			\$34,500.00				
AND THE POST OF TH	ETED AND STORED LESS RET	AINAGE	\$	414,000.00	Certifica	ation 🗌 🖪	Required No	ot Required
(Line 4 Minus Li				endered to complete and the	The construct	tion Manager and A	Architect's signatures bel	ow are their assurance to Owner, concerning the
	JS PAYMENT APPLICATIONS							the Work represented by this Application, 2. Such application, 3. this Application for Payment
(Line 6 from Price	or Application)							yment due therefor, and 4. Construction Manager
8 PAYMENT DUE			\$	28,500.00	and Architect	know of no reason	why payment should no	t be made.
9 BALANCE TO C		\$	395,082.75		Certified Am	ount		Date:
(Line 3 Minus Li	ne 6)				(If the certified	d amount is differe	nt from the payment due	you should attach an explanation. Initial all
SUMMARY OF	CHANGE ORDERS	Additions					th the certified amount.)	y you on our attack an explanation. Initial all
Total changes a	pproved in previous				GENERAL CO	ONTRACTOR:		
months					By:			Date:
Total changes as	pproved this month			A STATE OF THE PARTY OF THE PAR	ARCHITECT:			Data
Total changes a	and the second s	00.00			By: Neither this A	polication nor nave	nent applied for herein is	Date: assignable or negotiable. Payment shall be
	TOTALS NET CHANGES	\$0.00		\$0.00	made only to	Contractor, and is	without prejudice to any r	rights of Owner or Contractor under the Contract
	NET CHANGES	\$0.00			Documents or			

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PAYMENT APPLICATION

TO:	Generations on 1st.	PROJECT: General	atione			
1553	26 1st. Ave. N	26 1st A		Application #	4	Distribution To:
	Fargo, ND 58102	Watertown		Period Start	6/1/2021	✓ Owner
			00 07201	Period End		☐ Accounting
FROM:	Kloos Electric			Application Date	10/27/2021	Architect
	311 27th St. NW			Subcontract #: Date of Contract		Owner's Rep.
7.5	Watertown, SD 57201			Date of Contract	4/5/2021	Owner's Rep.
		VIA CONTRUCT	ION MANAGE	R· Down		
FOR:		VIA ARCHITECT		The state of the s	vail, LLC Stroh Architect	
CONTRACTO	RS SUMMARY OF WOR	K	T		NAME AND ADDRESS OF THE OWNER, WHEN PERSON ASSESSMENT	
Application is made for	r payment as shown below.		Contractor's	signature below is his a	ssurance to Owner, concern	ning the payment herein applied for, that:
Continuation Page is	Attached					
1 CONTRACT AMOU	NT		obligations un	nder the Contract have t	ork previously paid for and	currents, (2) all sums previously paid to it's cost for labor, materials and other (3) Contractor is legally entitled to this
- South Old Falloo		\$ 845,082.75	payment.		on previously paid for, and	(3) Contractor is legally entilted to this
2 SUM OF ALL CHAI	NGE ORDERS	***				
		\$0.00	CONTRACTO	OR: Kloos	Electric	
3 CURRENT CONTR	ACT AMOUNT (Line 1 + Line 2)	\$845,082.75	By:	milke		100 7771
			- Joy.	rungo	2	Date: 10-27-21
4 TOTAL COMPLETE	D AND STORED	\$ 420,000.00				
(Column G on Conti	nuation Page)		-			
5 RETAINAGE:			1			
a. 5% of complete	ed work \$	1,500.00				
b. 10% of Material	Continuation Page)					- 4
(Column F on Co		, · · ·	1			
Total Retainage (Line	55 + 56 or		1			
column I on Conti	nuation Page)					
	D AND STORED LESS RETAINAGE	\$34,500.00				
(Line 4 Minus Line 5	Total)	\$ 385,500.00	Certifica	ition Require	ed Not Require	ed.
		m 314 Company A and	The construction	on Manager and Archite	ct's signatures below and the	ata and a same and a same
LESS PREVIOUS PA	YMENT APPLICATIONS		payment herei	n applied for, that: 1. Th	ey haveinspected the Work	eir assurance to Owner, concerning the represented by this Application, 2. Such
(Line 6 from Prior App	olication)		work has been	completed to the exten	t indicated in this application	represented by this Application, 2. Such n, 3. this Application for Payment
PAYMENT DUE		\$ 28,500.00				
BALANCE TO COMP	PLETION \$	425,082.75		The reason willy p	payment should not be made	э.
(Line 3 Minus Line 6)		420,002.73	Certified Amo	unt		Date:
SUMMARY OF CH	ANGE ORDER		(If the certified	amount is different from	the payment due you shou	ild attach an explanation. Initial all
Total changes approve		s Deductions		and de materiale	certified amount.)	ind attach an explanation. Initial all
months	ed in previous		GENERAL CO	NTRACTOR:		
			By:			Date:
Total changes approve	ed this month		ARCHITECT:			Julio.
g	TOTALO		Ву:			Date:
N	TOTALS \$0.00 ET CHANGES \$0.00	\$0.00	Neither this App	olication nor payment ap	plied for herein is assignable	
IN IN	ET CHANGES \$0.00	And the second s	made only to Co Documents or o		prejudice to any rights of O	e or negotiable. Payment shall be wner or Contractor under the Contract

PAYMENT APPLICATE	25-30002	Doc 199				4:06:45 Desc Ma	ain
TO: Generations or 26 1st. Ave. Fargo, ND 58	N	PROJECT:	General 26 1st Av Watertown,	tions re. SW.	Application # Period Start Period End	6/1/2021	Distribution To: Owner Accounting
FROM: Kloos Electr 311 27th St. N Watertown, SD 8	IW				Application Date Subcontract #: Date of Contract	9/21/2021	Architect Owner's Rep.
FOR:			A CONTRUCTION A ARCHITECT:			rail, LLC troh Architect	
CONTRACTORS SUMMAR Application is made for payment as shown Continuation Page is Attached 1 CONTRACT AMOUNT		\$	845,082.75	Contractor ur obligations ur	signature below is his as has been performed as ider the Contract have b	surance to Owner, concern required in the Contract Do	ning the payment herein applied for, that ocuments, (2) all sums previously paid to r's cost for labor, materials and other (3) Contractor is legally entilted to this
SUM OF ALL CHANGE ORDERS			\$0.00	CONTRACTO	DR: Kloos	Electric	
CURRENT CONTRACT AMOUNT	Line 1 + Line 2)	_	\$845,082.75	Ву:	mul &		Date: 9-21-21
TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$	390,000.00				
 a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) 	\$	6,000.00	- #22,000,00				
TOTAL COMPLETED AND STORED LE	SS RETAINAGE	\$	\$33,000.00 357,000.00	Certifica	tion Require	d Not Requir	ad
(Line 4 Minus Line 5 Total) LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application)	IONS			The construction payment herein work has been	on Manager and Architect n applied for, that: 1. The completed to the extent	ct's signatures below are they haveinspected the Work indicated in this application	neir assurance to Owner, concerning the represented by this Application, 2. Such
PAYMENT DUE		\$	108,000.00	accurately state	es the amount of Work of	completed and payment du ayment should not be mad	e therefor and A Construction Manage
BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$	455,082.75		Certified Amo		aymont should not be mad	Date:
SUMMARY OF CHANGE ORDER	Additions]	Deductions	(If the certified figures that are	amount is different from changed to match the c	the payment due, you sho	uld attach an explanation. Initial all
Total changes approved in previous months				GENERAL CO	NTRACTOR:	erunea amount.)	
Total changes approved this month				By: ARCHITECT:			Date:
TOTALS	\$0.00			By: Neither this Apr	olication nor navment an	plied for herein is assistant	Date:
NET CHANGES	\$0.00			made only to Co	ontractor, and is without	prejudice to any rights of (ole or negotiable. Payment shall be Owner or Contractor under the Contract

PAYMENT APPLICATION Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 20 of 87 To: Generations on 1st. PROJECT: Generations Application # 1

TO: Generations on	1st.	PROJECT:	Generati	ons	Application #		Distribution To:
26 1st. Ave. N	١		26 1st Ave	s. SW.	Period Start	6/1/2021	Secretary and the second secretary and the second s
Fargo, ND 581	02		Watertown, S		Period End	0/1/2021	✓ Owner
					Application Date	8/26/2021	Accounting
FROM: Kloos Electric	;				Subcontract #:	0/20/2021	Architect
311 27th St. N	W				Date of Contract	4/5/2024	Owner's Rep.
Watertown, SD 57					Date of Contract	4/5/2021	
		V	A CONTRUCTIO	N MANAGE	p. p	rovoil II C	
FOR:			A ARCHITECT:	WANAOL		revail, LLC L Stroh Architect	<u>.</u>
CONTRACTORS SUMMAR	Y OF WORK						- G
Application is made for payment as shown to				Contractor's	signature below is his	s assurance to Owner, conce	rning the payment herein applied for, that:
Continuation Page is Attached				Contractor III	has been performed	as required in the Contract D	ocuments, (2) all sums previously paid to
				obligations u	nder the Contract for	Work previously paid for and	or's cost for labor, materials and other (d) Contractor is legally entilted to this
1 CONTRACT AMOUNT		\$	845,082.75	payment.		trem providuoly paid for, and	(5) Contractor is legally entitled to this
2 SUM OF ALL CHANCE OFFER		-	(410)				L
2 SUM OF ALL CHANGE ORDERS		_	\$0.00	CONTRACT	OR:	008 Electric	
3 CURRENT CONTRACT AMOUNT (L	ine 1 + Line 2)		\$845,082.75	Ву:	Mul A		Date: $8-26-215$
851	f0		10.10100011.0	-J.	2000		Date:
4 TOTAL COMPLETED AND STORED		\$	270,000.00				O
(Column G on Continuation Page)							L
5 RETAINAGE:							
a. 5% of completed work	\$	-	-2				
(Columns D+E on Continuation Page)							
b. 10% of Material Stored	\$	7,500.00)				
(Column F on Continuation Page) Total Retainage (Line 5a + 5b or							
column I on Continuation Page)			¢27,000,00				
6 TOTAL COMPLETED AND STORED LES	SE DETAINAGE	_	\$27,000.00	O and C	-4:		
(Line 4 Minus Line 5 Total)	55 RETAINAGE	_\$	243,000.00	Certifica		quired Not Requ	
			CONTROL DE L'ANDRE DE	The construct	tion Manager and Arc	hitect's signatures below are	their assurance to Owner, concerning the
7 LESS PREVIOUS PAYMENT APPLICATI (Line 6 from Prior Application)	IONS		A STATE OF THE STA	work has been	n completed to the over	They haveinspected the Wo	rk represented by this Application, 2. Such
				accurately sta	ites the amount of W	ork completed and payment of	ion, 3. this Application for Payment lue therefor, and 4. Construction Manager
8 PAYMENT DUE		\$	67,500.00	and Architect	know of no reason w	hy payment should not be ma	ide.
9 BALANCE TO COMPLETION	\$	575,082.75		Certified Amo			Date:
(Line 3 Minus Line 6)							
SUMMARY OF CHANGE ORDERS	Additions		Deductions	(If the certified	d amount is different t e changed to match t	from the payment due, you sh	ould attach an explanation. Initial all
Total changes approved in previous					ONTRACTOR:	ne cenineu amount.)	
months			THE RESERVE THE PROPERTY OF THE PERSON NAMED IN COLUMN 1	By:	MITOCION.		Dete
180				ARCHITECT:			Date:
Total changes approved this month				Ву:			Date:
TOTALS	\$0.00				oplication nor paymer	nt applied for herein is assigna	able or negotiable. Payment shall be
NET CHANGES	\$0.00			made only to (Contractor, and is with	nout prejudice to any rights of	Owner or Contractor under the Contract
	70.00			Documents or	otherwise.		

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TO:	Generations on 1 26 1st. Ave. N Fargo, ND 5810		PROJECT:	Generation	. SW.	Application # Period Start Period End	1 6/1/2021	Distribution To: Owner Accounting
FROM:	Kloos Electric 311 27th St. NW Watertown, SD 573					Application Date Subcontract #: Date of Contract	7/26/2021 4/5/2021	Accounting Architect Owner's Rep.
FOR:				CONTRUCTIO ARCHITECT:	n Manage		evail, LLC Stroh Architect	
CONTRACTO	RS SUMMARY	OF WORK			Contractor's			cerning the payment herein applied for, that:
Application is made for Continuation Page is A	or payment as shown be Attached	elow.			(1) the Work Contractor u	chas been performed a under the Contract have	s required in the Contract been used to pay Contract	Documents. (2) all sums previously paid to
1 CONTRACT AMOL	INT		\$	845,082.75	payment.	ander the contract for v	voik previously paid for, a	ctor's cost for labor, materials and other nd (3) Contractor is legally entilted to this
2 SUM OF ALL CHA	NGE ORDERS		y 	\$0.00	CONTRACT	OR: Kloc	os Electric	r
3 CURRENT CONTR	ACT AMOUNT (Li	ne 1 + Line 2)		\$845,082.75	Ву:	Mul 16	5	Date: 7-26-21
4 TOTAL COMPLETI (Column G on Cont			\$	195,000.00				
b. 10% of Materia (Column F on Co Total Retainage (Lir	on Continuation Page) Il Stored ontinuation Page) ne 5a + 5b or	\$	6,500.00					
column I on Con 6 TOTAL COMPLETE	ntinuation Page) ED AND STORED LES	S RETAINAGE	-	\$19,500.00 175,500.00	Certific	ation Requ	ired Not Do	quired
(Line 4 Minus Line 5		O RETAINAGE	-	173,300.00	September 1997			re their assurance to Owner, concerning the
7 LESS PREVIOUS F (Line 6 from Prior A	PAYMENT APPLICATION (PROPERTY OF APPLICATION)	ONS	150		payment her work has bee	ein applied for, that: 1. en completed to the exte	They haveinspected the Vent indicated in this applic	Vork represented by this Application, 2. Such ation, 3. this Application for Payment
8 PAYMENT DUE			\$	58,500.00	and Architec	ates the amount of vvor t know of no reason why	k completed and paymen y payment should not be r	t due therefor, and 4. Construction Manager made.
9 BALANCE TO COM (Line 3 Minus Line 6	2010/	\$	650,082.75		Certified Am			Date:
SUMMARY OF CI	HANGE ORDERS	Additions		Deductions	(If the certifie figures that a	ed amount is different fro are changed to match th	om the payment due, you e certified amount.)	should attach an explanation. Initial all
Total changes appromonths	oved in previous				2000	ONTRACTOR:	,	Date:
Total changes appro	oved this month				ARCHITECT By:	:		
star stariges appro	TOTALS	\$0.00				Application nor payment	applied for herein is assig	Date: gnable or negotiable. Payment shall be
	NET CHANGES	\$0.00		ψ0.00	made only to Documents of	Contractor, and is with	out prejudice to any rights	of Owner or Contractor under the Contract

PAYMENT APPLICATION 25	-30002 Doc 19	99 Filed 10/15 ——Document		ered 10/15/25 14 22 of 87	1:06:45 Desc Ma	un
FROM: Generations on 1st. 1405 1st. Ave. N Fargo, ND 58102 Kloos Electric 311 27th St. NW Watertown, SD 57201	PROJEC	T: Generat 26 1st Av Watertown, S	ions e. SW.	Application # Period Start Period End Application Date Subcontract #: Date of Contract	1 6/1/2021 4/28/2021 4/5/2021	Distribution To: Owner Accounting Architect Owner's Rep.
FOR:		VIA ADOLUTION	N MANAGE		vail, LLC	
CONTRACTORS SUMMARY OF	WORK	VIA ARCHITECT:		TL S	Stroh Architect	
Application is made for payment as shown below. Continuation Page is Attached 1 CONTRACT AMOUNT	WORK		Contractor un obligations u	nder the Contract have h	peen used to pay Contract Do	ning the payment herein applied for, that ocuments, (2) all sums previously paid to r's cost for labor, materials and other (3) Contractor is legally entilted to this
Total Lasterin Medicina State American Maria Medicina Medicina (Maria Medicina)		\$ 845,082.75	payment.			(1) I standard to this
2 SUM OF ALL CHANGE ORDERS		\$0.00	CONTRACTO	OR: / Kloos	Electric	
3 CURRENT CONTRACT AMOUNT (Line 1 +	Line 2)	\$845,082.75	Ву:	Much		Date: 5-10-2
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)						5410.
 5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) 	\$ 13,000	0.00				
TOTAL COMPLETED AND STORED LESS RETA (Line 4 Minus Line 5 Total)	AINAGE	\$ 13,000.00	Certifica	tion Require	ed Not Requir	ad.
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)				on Manager and Archited	ct's signatures below are the	eir assurance to Owner, concerning the represented by this Application, 2. Such n, 3. this Application for Payment
PAYMENT DUE	Г					
BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$ 715,082.		and Architect R Certified Amo	or no reason willy p	ayment should not be made	e. Date:
CHMMADY OF SHARE	A ddition -		If the certified	amount is different from	the payment due, you shou	uld attach an explanation. Initial all
Total changes approved in previous months	Additions		GENERAL CO	orianged to materi the C	ertified amount.)	no auton an expianation. Initial all
Total changes approved this month		A	By: ARCHITECT:			Date:
TOTALS	00.00		by:	F0-		Date:
NET CHANGES	\$0.00 \$0.00	\$0.00	either this App	nication nor payment app	plied for herein is assignab	le or negotiable. Payment shall be wher or Contractor under the Contract

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION 11/24/2020

PERIOD THRU SUBCONTRACT#

Α	В	С	D	E	F	G		L	1 0
()				ED WORK				Н	
ITEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)	BALANCE TO COMPLETION (C-G)	RETAINAGE \$ 13,000.00
01 02 03 04 05 06 07 08 09 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35 36 37 38 38 38 38 38 38 38 38 38 38 38 38 38	Deposit	\$ 845,082.75	\$	\$		\$ 130,000.00		\$ 715,082.75 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	\$ 13,000.00
	SUB-TOTALS		\$ -	\$ -		\$ 130,000.00			\$ 13,000.00



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate: Generations on 1st

Date:	4/5/2021
3	800A main breaker meter banks.
	two for residential units.
	one for house panel and senior center panels
1	Elevator with 200A three phase service disconnect with shunt trip.
72	150A panels for each apartment.
1	Fire alarm system
1	16 channel camera system.
1	State electrical certificate

Apartments will include baseboard heat, wall AC outlet, stove, microwave, washer and dryer. Outlets and lighting to NEC code.

No ceiling fans or remotes will be provided. Any and all other lighting will be provided.

Wire Kitchen area. Alternate 1: Pipe and install 200A three phase panel. Wire outlets, lights, hoods, walkin cooler, freezer, roof vents and roof ac units. \$ 30,911.48 Aleternate 2: Wire common areas. Install lights Install 200A three phase panel. Wire outlet, lights, exit lights, secondary kitchen, game rooms, and bath rooms.

Total:

875,994.23

64,564.28

780,518.47

compted by:

8/4/21

This estimate is confidential and shall not be shared with competitors.

This estimate is base on pricing as of 3/8/21 during COVID-19 crisis. Prices of material may increase prior to commencement of project. Pricing will be accessed, reevaluated and adjusted accordingly.



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate: Generations on 1st

Door control

Date: 1/16/2022

Safe-N-Secure estimate based on conversations with Mindy Craig.

4-Total door controlers. (N. entry door, N. stairwell door from lobby, N. door to garage, and Door control keypad in elevator to gain access to apartment floors)

Electrical conduit and material included.

Electrical labor included.

Total: \$ 12,223.73

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Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US (605) 881-5859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE

1524 11/18/2021 Net 15

TERMS DUE DATE

12/03/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
04/05/2021	Materials wire generations apartments	0.0325329	780,518.47	25,392.53
04/05/2021	Materials Alt # 1 Wire kitchen area.	0.032547	30,911.48	1,006.08
04/05/2021	Materials Alt # 2 Wire common areas of senior center	0.032547	64,564.28	2,101.37
		PAYMENT		28,499.98
		BALANCE DUE		\$0.00
				PAID

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Kloos Electric LLC

	Туре		Status	Delivery Method	Date	Customer
Мо	ney received		All statuses		All	All
Date	Type	No.	From / To	Memo	Amount	Status
1/3/23	Payment	11144	Jesse Craig:Generations		\$51,750.00	Closed
4/11/22	Payment	115	Jesse Craig:Generations		\$116,994.23	Paid \$38.33 credit
3/14/22	Payment	39474	Jesse Craig:Generations		\$95,000.00	
3/14/22	Payment	39652	Jesse Craig:Generations		\$90,250.00	Closed
1/3/22	Payment	39279	Jesse Craig:Generations		\$114,000.00	Closed
12/17/21	Payment	39130	Jesse Craig:Generations		\$28,500.00	Closed
11/18/21	Payment	38994	Jesse Craig:Generations		\$28,500.00	Closed
10/18/21	Payment	388.15	Jesse Craig:Generations		\$108,000.00	
9/15/21	Payment	38665	Jesse Craig:Generations		\$67,500.00	
9/14/21	Payment	38541	Jesse Craig:Generations		\$58,500.00	
6/23/21	Payment		Jesse Craig:Generations		\$116,968.75	

1-11 of 11

Desc Main

1405

11/01/2022

Description

Amount

51,750.00

51,750.00

Craig Development, LLC

PO Box 426 Fargo, ND 58107

First Community Credit Union 4521 19th Avenue South Fargo, ND 58103

11144

77-7869/2913

**** FIFTY ONE THOUSAND SEVEN HUNDRED FIFTY AND 00/100 DOLLARS

TO THE ORDER OF

KLOOS ELECTRIC 311 27TH ST NW 57201 WATERTOWN, SD

11/01/22

\$51,750.00**

Business Account

NON-NEGOTIABLE

Authorized Signature

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D*TE:12/07/21 CK#:39130 TOTAL:\$28,500.00** BANK:Craig Properties, LLC(1120)
PAYEE:KLOOS ELECTRIC
Property Address Invoice - Date Description

Amount

Craig Properties

12/07/2021

28,500.00

28,500.00

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DATE:11/08/21 CK#:38994 TOTAL:\$28,500.00** BANK:1120 - Craig Properties, LLC
PAYEE:KLOOS ELECTRIC(kloos)

Property - Account Invoice Description

28,500.00

28,500.00

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DATE: 02/07/22 CK#: 39474 TOTAL: \$95,000. Document raig Page 31 of 87 (1120)

PAYEE: KLOOS ELECTRIC Property Address Invoice - Date Description

Amount

Craig Properties

02/07/2022

95,000.00

95,000.00

DATE:01/03/22 CK#:39279 TOTAL:\$114,000.00* BANK:Craig Properties, LLC(1120)
Property Address Invoice - Date Invoice - Date

Craig Properties

01/03/2022

Description

Amount

114,000.00

114,000.00

Property Address

The control of the

Desc Main

Craig Properties

03/08/2022

Amount

90,250.00

90,250.00

DATE:04/02/22 CK#:115 TOTAL:\$116,994.23* BANK:The Ruins, LLC(ruins)
PAYEE:KLOOS ELECTRIC
Property Invoice - Date Description

Invoice - Date

Description

Amount

p0000001

04/02/2022

116,994.23

116,994.23

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WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO RED RIVER BANK

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp, Watertown, SD 57201

Dated this 14 day of March . 23	Dated this	day of _	March	22
---------------------------------	------------	----------	-------	----

AMOUNT: \$[Enter Amount]
[Enter Memo Info]

. . . .

PARTIAL

[Enter Creditor Name]

By:
Its: Olone (
Address: 311 27th 8th Nu
Phone Number: 605-801-572

PLEASE SIGN AND RETURN TO:

Craig Development, LLC 1405 1 Ave N Fargo, ND 58102 Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 34 of 87

WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO RED RIVER BANK

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp, Watertown, SD 57201

, <u>22</u> .
[Enter Creditor Name]
By: But a LLC
Address: 311 27th 84 NW 5/7201

PLEASE SIGN AND RETURN TO:

Craig Development, LLC 1405 1 Ave N Fargo, ND 58102 WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 Ist Ave SW, Watertown, SD 57201

AMOUNT: \$ 28,500

Paid to: Kloos Flectric

PARTIAL X

PLEASE SIGN AND RETURN TO:

Its: ______Address

Phone Number

Craig Development 1405 1st Ave N Fargo, ND 58102 Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 36 of 87

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 Ist Ave SW, Watertown, SD 57201

Dated thi	s 18	day of	october	21
-----------	------	--------	---------	----

AMOUNT: \$ 108,600

Paid to: Kloos Electric

FULL

PARTIAL X

By: Kloos electric

Address: 311 27th

waterfown, SD 57201

Phone Number: 605-881-5859

PLEASE SIGN AND RETURN TO:

Craig Development 1405 1st Ave N Fargo, ND 58102

RRSB-Kloos Electric SD Subpoena 0359

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 Ist Ave SW, Watertown, SD 57201

Dated this 8 day of November	202/
AMOUNT: \$ 28,500,50	Paid to:
FULL	Sheek Al
PARTIAL	By: Rick Kloos Its: Gwner
	Address: 311 27th 8t NW Watertown 50 57201 Phone Number: 605-853-3560

PLEASE SIGN AND RETURN TO:

Craig Development 1405 1st Ave N Fargo, ND 58102 WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 1st Ave SW, Watertown, SD 57201

Dated this 18 day of November	2021
AMOUNT: \$ 28,800,00	Paid to:
FULL	1.110
PARTIAL	By: Rick Kloos
	Address: 311 27th 81 Nh)
	Phone Number: 60-261-3669

PLEASE SIGN AND RETURN TO:

Craig Development 1405 1st Ave N Fargo, ND 58102

Exhibit C

Kloos Electric LLC

Parkside Project
Payment Applications
Estimate and Invoices
Payment Records
Lien Waiver

Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 40 of 87

PAYMENT APPLICATION

Case 25-30002

TO: Parkside Place		PROJECT: Parksid	e Place	Application #		
1405 1st. Ave		8 2nd		Application # Period Start	11/24/2020	Distribution To:
Fargo, ND 58	102	Watertown		Period End	11124/2020	Owner
FROM: Kloos Electr	ic			Application Date	7/26/2021	Accounting
311 27th St. N				Subcontract #:		Architect
Watertown, SD 8				Date of Contract	11/24/2020	Owner's Rep.
FOR:		VIA CONTRUCT		R: Prev	ail, LLC	
CONTRACTORS SUMMAR	V OF WORK	VIA ARCHITECT		TL S	troh Architect	
Application is made for payment as shown	below		Contractor's	signature below is his as	surance to Owner conce	erning the payment herein applied for, that:
Continuation Page is Attached	below.		1.1	indo been benonned as	reduiled in the Contract I	Occuments, (2) all sums previously paid to too's cost for labor, materials and other
1 CONTRACT AMOUNT		\$ 275,000.00	onigation of	nder the Contract for Wo	rk previously paid for, and	d (3) Contractor is legally entilted to this
2 SUM OF ALL CHANGE ORDERS		\$0.00	CONTRACTO	OR: Kloos	Electric	
3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2)	\$275,000.00	Ву:	Julier	28	Date: //-/3-21
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 275,000.00				
5 RETAINAGE:						
a. 5% of completed work (Columns D+E on Continuation Page)	\$					
 b. 10% of Material Stored (Column F on Continuation Page) 	\$	-				
Total Retainage (Line 5a + 5b or column I on Continuation Page)						
TOTAL COMPLETED AND STORED LES (Line 4 Minus Line 5 Total)	SS RETAINAGE	\$ 275,000.00	Certifica	tion Require	d Not Requ	ired
		NEWSCHOOL STREET	The construction	on Manager and Architec	t's signatures below are	thoir and wants to O
(Line 6 from Prior Application)	ONS		work has been	completed to the extent	indicated in this application	represented by this Application, 2. Such
PAYMENT DUE		\$5,000.00	State	a rue amount of AAOIK C	ompleted and navment d	un therefor and 4 Canalanatian sa
BALANCE TO COMPLETION (Line 3 Minus Line 6)		\$0.00	Certified Amou	now of the reason willy pa	syment should not be made	de. Date:
			(If the certified a	emount is different from		
SUMMARY OF CHANGE ORDERS	Additions	Deductions	figures that are	changed to match the ce	me payment due, you sho ertified amount.)	ould attach an explanation. Initial all
Total changes approved in previous months			GENERAL CON	ITRACTOR:		
			By: ARCHITECT:			Date:
Total changes approved this month			By:			Data
TOTALS	\$0.00	\$0.00	Neither this App	lication nor payment app	lied for herein is assignal	Date: ble or negotiable. Payment shall be
NET CHANGES	\$0.00		made only to Co Documents or ot	mactor, and is without t	prejudice to any rights of	Owner or Contractor under the Contract

RRSB-Kloos Electric SD Subpoena 0106

TO:	T APPLICATION Parkside Place LL	The same of the sa	PROJECT:	Document Parkside		11 of 87		
	1405 1st. Ave. N Fargo, ND 58102	ı		8 2nd S Watertown,	t NE	Application # Period Start Period End	1 11/24/2020	Distribution To: Owner
FROM:	Kloos Electric 311 27th St. NW Watertown, SD 572					Application Date Subcontract #: Date of Contract	7/26/2021	AccountingArchitectOwner's Rep.
FOR:				A CONTRUCTION A ARCHITECT:	ON MANAGE	110	vail, LLC	
CONTRAC	TORS SUMMARY	OF WORK	VI	A ANCHITECT.		TL :	Stroh Architect	
Application is mad Continuation Page	de for payment as shown be	low.			Contractor's (1) the Work	signature below is his a has been performed as	ssurance to Owner, concerning required in the Contract Docu	g the payment herein applied for, the ments, (2) all sums previously paid
CONTRACT AN			_\$	275,000.00	obligations un payment.	nder the Contract for W	been used to pay Contractor's ork previously paid for, and (3)	ments, (2) all sums previously paid cost for labor, materials and other Contractor is legally entilted to this
SUM OF ALL C	HANGE ORDERS		_	\$0.00	CONTRACTO	DR: _ Kloo	s Electric	
CURRENT CON	TRACT AMOUNT (Line	e 1 + Line 2)		\$275,000.00	Ву:	thek h		7.7/ >
TOTAL COMPL (Column G on C	ETED AND STORED ontinuation Page)		\$	275,000.00	C)	Date: 7-26-2
 b. 10% of Mate (Column F on Total Retainage) 	E on Continuation Page) Prial Stored Continuation Page)	\$	-					
TOTAL COMPLE	TED AND STORED LESS	RETAINAGE	•	\$5,000.00	Contific			
Line 4 Minus Lin	e 5 Total)			270,000.00	Certifica			
Line 6 from Prior	S PAYMENT APPLICATION Application)	IS	1000		work has been	completed to the extent	t indicated in this	assurance to Owner, concerning the presented by this Application, 2. Su
PAYMENT DUE								. this Application for Payment erefor, and 4. Construction Manage
SALANCE TO CO Line 3 Minus Line	OMPLETION e 6)		\$5,000.00		Certified Amou	т., г	ayment should not be made.	Date:
SUMMARY OF	CHANGE ORDERS	Additions			If the certified a	amount is different from	the nayment due was a land	attach an explanation. Initial all
	proved in previous	Additions		C	SENERAL CON	5	certified amount.)	auacn an explanation. Initial all
L. D. D. St. Marketon St. Company	roved this month		7	CHEST CONTRACTOR OF THE PARTY O	By: RCHITECT:			Date:
otal changes app	uno monul							
otal changes app	TOTALS	\$0.00			y:		1	Date: r negotiable. Payment shall be

PAYMENT APPLICATION	25-30002 D	oc 199 Filed 10/15 Document			4:06:45 Desc N	<i>l</i> ain	
TO: Parkside Place LLC 1405 1st. Ave. N Fargo, ND 58102 FROM: Kloos Electric	C PR	Parkside I 8 2nd St Watertown, S	Place t NE SD 57201	Application # Period Start Period End Application Date Subcontract #:	1 11/24/2020 11/24/2020		Oistribution To: Owner Accounting Architect
311 27th St. NW Watertown, SD 5720	01	VIA CONTRUCTIO		Date of Contract	11/24/2020		Accounting Accounting Architect Onner's Rep.
FOR:		VIA CONTRUCTION VIA ARCHITECT:	ON MANAGER:		vail, LLC Stroh Architect		dqr
CONTRACTORS SUMMARY	OF WORK		0				THE R. P. LEWIS CO., LANSING, MICH.
Application is made for payment as shown belo Continuation Page is Attached	ow.		Contractor under	er the Contract have b	ssurance to Owner, conc required in the Contract been used to pay Contrac ork previously paid for, ar	Documents, (2) all si	ims previously paid to
1 CONTRACT AMOUNT		\$ 275,000.00	payment.		para ior, ar	id (5) Contractor is it	gaily entitled to this Θ
2 SUM OF ALL CHANGE ORDERS		\$0.00	CONTRACTOR	Kloos	s Electric		os E
3 CURRENT CONTRACT AMOUNT (Line	1 + Line 2)	\$275,000.00	Ву:	MULA		Date:	7-18-21 \$
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 236,250.00					materials and other egally entilted to this Segally entilt entilted to this Segally entilted to this Segally entilted to this Segally entilt entil
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$	9,000.00					
6 TOTAL COMPLETED AND STORED LESS	RETAINAGE	\$ 212,625.00	Certificati	on Require	ed Not Req	uirod	
(Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATION (Line 6 from Prior Application)	s		work has been c	Manager and Archite applied for, that: 1. The completed to the exten	ect's signatures below are ney haveinspected the Wort indicated in this applica completed and payment	e their assurance to (ork represented by the	nis Application, 2. Such
8 PAYMENT DUE		\$81,000.00	and Architect kno	ow of no reason why	payment should not be m	ade.	Construction Manager
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$		Certified Amour			Date:	
SUMMARY OF CHANGE ORDERS	Additions	Deductions	(If the certified ar figures that are c	nount is different from hanged to match the	n the payment due, you si certified amount)	hould attach an expl	anation. Initial all
Total changes approved in previous months			GENERAL CONT		amount,		
Total changes approved this month			By: ARCHITECT: By:			Date:	
TOTALS	\$0.00	\$0.00	Neither this Appli	cation nor payment a	oplied for herein is assign	Date:	Payment shall be
NET CHANGES	\$0.00		made only to Con Documents or oth	tractor, and is withou	t prejudice to any rights o	of Owner or Contracto	or under the Contract

Payment application containing Contractor's signature is attached.

APPLICATION # 1
DATE OF APPLICATION 11/24/2020
PERIOD THRU

Α	В	С	D	E	F		5	SUBCONTRACT #	
				TED WORK	F	G		Н	1
# 01	WORK DESCRIPTION Down payment	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)	BALANCE TO COMPLETION (C-G)	RETAINAGE
02 03	materials purchased and labor materials purchased and labor materials purchased and labor materials purchased and labor	\$ 275,000.00 \$ 233,750.00 \$ 158,750.00 \$ 143,375.00	\$ -	\$		\$ 41,250.00 \$ 75,000.00 \$ 30,000.00 \$ 90,000.00 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -			\$ 4,125.0 \$ 7,500.0 \$ 3,000.0 \$ 9,000.0
	SUB-TOTALS			A187 (5) A54 (6)	\$		\$	-	
	OOD-TOTALS	9	5 - \$	5 - 9	236,250.00 \$	236,250.00		574,625.00 \$	23,625.00

- PAYMENT APPLICA FION 25-3000	Doc 199 F	Filed 10/15		tered 10/15/25 14	.4:06:45 Desc Ma	in
TO: Parkside Place LLC 1405 1st. Ave. N Fargo, ND 58102 FROM: Kloos Electric 311 27th St. NW Watertown, SD 57201	PROJECT:	Document Parkside F 8 2nd St Watertown, S	Place It NE	Application # Period Start Period End Application Date Subcontract #: Date of Contract	1 11/24/2020 11/24/2020 11/24/2020	Distribution To: Owner Accounting Architect Owner's Rep.
FOR:		CONTRUCTIO	ON MANAGE		evail, LLC	
CONTRACTORS SUMMARY OF WOR	VIA	ARCHITECT:		TL 5	Stroh Architect	
Application is made for payment as shown below. Continuation Page is Attached	IK.		Contractor un	under the Contract have h	been used to pay Contract Do	rning the payment herein applied for, that: ocuments, (2) all sums previously paid to or's cost for labor, materials and other
1 CONTRACT AMOUNT	_\$	275,000.00	payment.	nder the Contract for two	ork previously paid for, and	(3) Contractor is legally entitled to this
2 SUM OF ALL CHANGE ORDERS		\$0.00	CONTRACTO	OR: Kloo	os Electric	
3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2)		\$275,000.00	ву:	Mill 1	#	Date: 3-25-21
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		146,250.00				
5 RETAINAGE: a. 5% of completed work	<u> </u>					
6 TOTAL COMPLETED AND STORED LESS RETAINAGE		\$14,625.00				
(Line 4 Minus Line 5 Total)			Certifica			red
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)		v	work has been	n completed to the extent	tect's signatures below are the hey haveinspected the Work	heir assurance to Owner, concerning the crepresented by this Application, 2. Such
PAYMENT DUE		27	order	ates the annount of Work	Collibleted and navment due	in therefor and a notation
BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$143,375.00	C	Certified Amo	ount	— — — — made	Date:
SUMMARY OF CHANGE ORDERS Addition	ns Der	ductions fi	If the certified	d amount is different from e changed to match the c	n the payment due, you shou	uld attach an explanation. Initial all
Total changes approved in previous months		G	GENERAL COI By:	o ondriged to materi the c	зеліпеа amount.)	
Total changes approved this month		A	ARCHITECT:			Date:
TOTALS \$0.00	•		By: Neither this Apr	solication per payment o		Date:
NET CHANGES \$0.00			made only to Co Documents or o	some actor, and is without	oplied for nerein is assignable it prejudice to any rights of C	ole or negotiable. Payment shall be Dwner or Contractor under the Contract

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION 11/24/2020 PERIOD THRU

Α	В	С	D	Е			S	UBCONTRACT #	
ACCURACY COMME				TED WORK	F	G		Н	1
# 01	WORK DESCRIPTION Down payment	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)	BALANCE TO COMPLETION (C-G)	RETAINAGE
02	materials purchased and labor materials purchased and labor	\$ 275,000.00 \$ 233,750.00	\$	\$	\$ 75,000.00 \$ 30,000.00				\$ 4,125.0 \$ 7,500.0 \$ 3,000.0
	SUB-TOTALS						\$		

PAYMENT APPLICATION Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 46 of 87

Parkside Place LLC 1405 1st. Ave. N Fargo, ND 58102	PF	ROJECT: Parkside F 8 2nd St Watertown, S	NE	Application # Period Start Period End	2	Distribution To: Owner Accounting
FROM: Kloos Electric 311 27th St. NW Watertown, SD 5720	1			Application Date Subcontract #: Date of Contract	2/10/2021	Architect Owner's Rep.
FOR:		VIA CONTRUCTIO VIA ARCHITECT:	N MANAGE		vail, LLC Stroh Architect	
CONTRACTORS SUMMARY (Application is made for payment as shown below Continuation Page is Attached			(1) the Work	signature below is his a has been performed as	ssurance to Owner, concer required in the Contract D	rning the payment herein applied for, that: ocuments, (2) all sums previously paid to or's cost for labor, materials and other
1 CONTRACT AMOUNT		\$ 275,000.00	obligations u payment.	nder the Contract for W	ork previously paid for, and	(3) Contractor is legally entilted to this
2 SUM OF ALL CHANGE ORDERS		\$0.00	CONTRACT	OR: Kloo	s Electric	
3 CURRENT CONTRACT AMOUNT (Line	1 + Line 2)	\$275,000.00	Ву:	Mul hi	5	Date: 2-10-21
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 116,250.00				
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or	\$	11,625.00				
column I on Continuation Page) 6 TOTAL COMPLETED AND STORED LESS R	RETAINAGE	\$11,625.00 \$104,625.00	Certifica	ation Requir	red Not Requ	irod
(Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)			The construct payment here work has bee	tion Manager and Archite in applied for, that: 1. The n completed to the extern	ect's signatures below are they haveinspected the World indicated in this application	their assurance to Owner, concerning the k represented by this Application, 2. Such on, 3, this Application for Payment
8 PAYMENT DUE		CANA CHICAGO CONTRACTOR	accurately sta	ites the amount of Work	completed and payment d payment should not be ma	ue therefor, and 4. Construction Manager
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$	NAME OF THE PROPERTY OF THE PR	Certified Amo			Date:
SUMMARY OF CHANGE ORDERS	Additions	Deductions	(If the certified	d amount is different from e changed to match the	m the payment due, you she	ould attach an explanation. Initial all
Total changes approved in previous months			GENERAL CO By:	ONTRACTOR:	cerimed amount.)	Date:
Total changes approved this worth			ARCHITECT:			Date.
Total changes approved this month TOTALS	\$0.00		By: Neither this Ar	onlication nor navment a	inplied for horoin is assigned	Date: able or negotiable. Payment shall be
NET CHANGES	\$0.00		made only to 0 Documents or	Contractor, and is withou	it prejudice to any rights of	Owner or Contractor under the Contract

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION

11/24/2020

PERIOD THRU SUBCONTRACT#

Α	В	С	D	E	F	_	3	UBCONTRACT#	
-	1			ED WORK	F	G		Н	
TEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)	BALANCE TO COMPLETION (C-G)	RETAINAGE
01	Down payment	\$ 275,000.00	\$ -	\$ -	\$ 41,250.00	\$ 41,250.00	15%	\$ 233,750.00	\$ 4,125.00
03	Material purchase and Labor	\$ 233,750.00			\$ 75,000.00	\$ 75,000.00	32%		\$ 7,500.00
04						\$ -		\$ -	\$ -
)5						\$ -		\$ -	\$ -
06						\$ -		\$ - \$ -	\$ -
7						\$ -		\$ -	\$ - \$ -
80						\$ -		\$ -	\$ -
9						\$ -		\$ -	\$ -
0						\$ -		\$ -	\$ -
1						\$ -		\$ -	\$ -
2						\$ -	-	\$ -	\$ -
3						\$ -		\$ -	\$ -
4 5						\$ -			\$ -
6						\$ -		\$ -	\$ -
7						\$ -		\$ -	\$ -
8						\$ - \$ -		33.9	\$ -
9						\$ -		1000	\$ -
0						s -			\$ -
1						\$ -			\$ - \$ -
2						\$ -			\$ - \$ -
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5						\$ -		355	\$ -
6						\$ -		230	\$ -
7						\$ -		_	\$ -
8						\$ -			\$ -
9						\$ -			\$ -
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5					Commence of the Commence of th	\$ - \$ -		\$ -	
6									-
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8						\$ -		\$:	
-	SUB-TOTALS		\$ -	\$ -		\$ - \$ 116,250.00		\$ - ! \$ 158,750.00	-

Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 48 of 87

TO:	Parkside Place L	LC	PROJECT:	Parkside I		Application #		Distribution To:
	1405 1st. Ave.	N		8 2nd St		Period Start	11/24/2020	
	Fargo, ND 5810	02		Watertown, S		Period End	11/24/2020	✓ Owner
						Application Date	11/24/2020	Accounting
FROM:	Kloos Electric					Subcontract #:	11/24/2020	Architect
	311 27th St. NV					Date of Contract	11/24/2020	Owner's Rep.
	Watertown, SD 57					Date of Contract	11/24/2020	
			VI	A CONTRUCTIO	N MANAGE	p. 1	Prevail, LLC	
FOR:				A ARCHITECT:	N WAINAGE		ΓL Stroh Architect	· Partie of the second
CONTRA	CTORS SUMMAR	Y OF WORK			Contractorio			
Application is m	ade for payment as shown b	pelow.			(1) the Work	has been performed	is assurance to Owner, co	ncerning the payment herein applied for, that: ct Documents, (2) all sums previously paid to
Continuation Pa	age is Attached				Contractor u	nder the Contract ha	ve been used to pay Cont	ractor's cost for labor, materials and other
	714-293-22				obligations u	nder the Contract fo	r Work previously paid for,	and (3) Contractor is legally entilted to this
1 CONTRACT	AMOUNT		\$	275,000.00	payment.			
2 SUM OF ALL	CHANGE ORDERS			\$0.00	CONTRACTO	OR: 1	(loos Electric	
				40.00		liberte	The state of the s	
3 CURRENT C	ONTRACT AMOUNT (L	ine 1 + Line 2)		\$275,000.00	Ву:	Mull,	100	Date: //-24-20
4 TOTAL COM	PLETED AND STORED		¢	41,250.00	,			
20 E 12 II	n Continuation Page)		Φ.	41,250.00				
5 RETAINAGE:	10 10 10 10 10 10 10 10 10 10 10 10 10 1							
	ompleted work	\$						
	D+E on Continuation Page)		-	-				
b. 10% of M		\$	4,125.00		Ē.			
	on Continuation Page)			-				
	ge (Line 5a + 5b or							
column I o	on Continuation Page)			\$4,125.00				
	PLETED AND STORED LES	SS RETAINAGE		\$37,125.00	Certifica	ation Re	equired Not F	Required
(Line 4 Minus	Line 5 Total)				The construct	tion Manager and Ar	chitect's signatures below	are their assurance to Owner, concerning the
7 LESS PREVIO	OUS PAYMENT APPLICATI	IONS			payment here	in applied for, that:	1. They haveinspected the	Work represented by this Application, 2. Such
(Line 6 from P	Prior Application)		_		work has bee	n completed to the	extent indicated in this app	lication, 3. this Application for Payment
8 PAYMENT DU	JE.			\$37,125.00	and Architect	ates the amount of V know of no reason v	Vork completed and paymonthly payment should not be	ent due therefor, and 4. Construction Manager e made.
9 BALANCE TO	COMPLETION		\$237,875.00		Certified Am			Date:
(Line 3 Minus	Line 6)	-		-		tone stone		DES RES DES
SUMMARY	OF CHANGE ORDERS	Additions		Deductions	(If the certified	d amount is different	from the payment due, yo	u should attach an explanation. Initial all
		Additions			RONG -	ontractor:	the certified amount.)	
months	approved in previous					DNIRACTOR:		-
					By: ARCHITECT:			Date:
Total changes	approved this month				By:			Date:
	TOTALS	\$0.00			Neither this A	pplication nor payme	ent applied for herein is as	signable or negotiable. Payment shall be
	NET CHANGES	\$0.00			made only to	Contractor, and is w	thout prejudice to any righ	its of Owner or Contractor under the Contract
THE RESERVE OF THE PERSON NAMED IN		The second second second			Documents or	otherwise.		

CONTINUATION PAGE Case 25-30002

APPLICATION # DATE OF APPLICATION

PERIOD THRU

11/24/2020

Payment application containing Contractor's signature is attached.

				T			S	UBCONTRACT#		
Α	В	С	D	E	F	G		Н	I	
ITEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		(D+E+F)	PERCENT COMPLETE (G/C)	BALANCE TO COMPLETION (C-G)	RETAINAGE	
01	Down payment	\$ 275,000.00	\$ -	\$ -	\$ 41,250.00	State of the state	15%	\$ 233,750.00	\$ 4,125.00	
02						\$ -	-	\$ -		
04						\$ -		\$ -		
05						\$ -		\$ -		
06						\$ -		\$ -		
07						\$ -		\$ -		
08						\$ -	= = = = +	\$ -		
10						\$ - \$ -		\$ -		
11						\$ -		\$ -		
12						\$ -		\$ -		
13						\$ -		\$ -		
14 15						\$ - \$ -		\$ -		
16						\$ -		\$ -		
17						\$ -		\$ -		
18						\$ -		\$ -		
19						\$		\$ -		
20 21						\$ - \$ -		\$ - \$ -		
22						\$ -		\$ -		
23							\$ -		\$ -	
24						\$ -		\$ -		
25 26						\$ -		\$ -		
27						\$ - \$ -		\$ - \$ -		
28						\$ -		s -		
29						\$ -		\$ -		
30						\$ -		\$ -		
31 32						\$ -		\$ -		
33						\$ - \$ -		\$ - \$ -		
34						\$ -		\$ -		
35						\$ -		\$ -		
36						\$ -		\$ -		
37						\$ -		\$ -		
38	CUID TOTAL C	A 075 005 00				\$ -		\$ -		
	SUB-TOTALS	\$ 275,000.00	\$ -	\$ -	\$ 41,250.00	\$ 41,250.00	15%	\$ 233,750.00	\$ 4,125.00	



KLOOS ELECTRIC LLC.

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate:	Parkside Place
-----------	----------------

Date:

11/23/2020

Wire new 36 plex apartment building with parking garage per engineered specs. (Nothing to commercial units at this time.)

2	800A 120V-208V three phase service
1	Elevator with 175A three phase service disconnect with shunt trip
1	400A three phase house meter
1	200A sub panel off of house meter
36	150A panels for apartments
1	Electrical State wiring certificate
1	Fire alarm system.
1	16 channel camera system
1	Keypad for west door entry system

Parking garage to include, 29 LED light fixtures, 2 gas furnace hook ups, 2 OH door wiring. Wiring of CO2 sensors.

Apartments will include LED lights, stove, microwave, washer, and dryer. All outlets and lighting to meet NEC guidelines.

Total:

\$ 275,000.00

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the terms and conditions.

This is your authorization to proceed as outlined above.		.,
Acceptance signed by:	Date:	11-23-20
Printed Name: Tasse Chan		_

When both parties sign this proposal, this instrument constitutes as a legal and binding contract between parties.



KLOOS ELECTRIC LLC.

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate	: Park	side I	Place
		JIUC I	lace

Date: 11/23/2020

Wire new 36 plex apartment building with parking garage per engineered specs. (Nothing to commercial units at this time.)

2	800A 120V-208V three phase service
1	Elevator with 175A three phase service disconnect with shunt trip
1	400A three phase house meter
1	200A sub panel off of house meter
36	150A panels for apartments
1	Electrical State wiring certificate
1	Fire alarm system.
1	16 channel camera system
1	Keypad for west door entry system

Parking garage to include, 29 LED light fixtures, 2 gas furnace hook ups, 2 OH door wiring. Wiring of CO2 sensors.

Apartments will include LED lights, stove, microwave, washer, and dryer. All outlets and lighting to meet NEC guidelines.

Total: \$ 275,000.00

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the terms and conditions.

This is your authorization to proceeed as out	lined above.	
Acceptance signed by:	Date:	
Printed Name:		

When both parties sign this proposal, this instrument constitutes as a legal and binding contract between parties.



KLOOS ELECTRIC

3112

Watertowr klooselectric@o

Estimate: Parkside Place

Date:

10/26/2020

Wire new 36 plex apartment building with parking garage per engineered specs. (Nothing to commercial units at this time.)

2	800A 120V-208V three phase service
1	Elevator with 175A three phase service disconnect with shunt trip
1	400A three phase house meter
1	200A sub panel off of house meter
36	150A panels for apartments
1	Electrical State wiring certificate
1	Fire alarm system with area of refuge call stations.
1	16 channel camera system
5	Keypads for door entry system

Parking garage to include, 29 LED light fixtures, 6 gas furnace hook ups, 2 OH door wiring. Wiring of CO2 sensors.

Apartments will include LED lights, stove, microwave, washer, and dryer. All outlets and lighting to meet NEC guidelines.

Total: \$ 275,000.00

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the and conditions.

This is your authorization to proceeed as outlined	above.
Acceptance signed by:	Date:
Printed Name:	

When both parties sign this proposal, this instrument constitutes as a legal and binding contibetween parties.



311 27th St. NW Watertown, SD 57201 (605)881-5859 klooselectric@outlook.com

Kloos Electric LLC.

Engineer notes and changes.

- Remove motion switches/sensors for all hall, common areas, janitor closets, and apartment laundry room.
- Remove ceiling fan switch control for all apartments.
- Remove wall sconce by all apartment doors.
- Remove hall and stairwell baseboard heaters.
- · Add unit heater in both stairwells.
- Remove "Area of Refuge"
- Remove TV and outlets in high locations of bedrooms and living rooms in apartments.
- Replace smoke and carbon combination smoke detectors with smoke only detectors.
- Replace USB outlets in all bedrooms with outlet.
- Remove garbage disposal outlet, switch, and circuit.
- Replace bathroom fan forced heater with 208V 3' baseboard heater.

0	a 2 Lts in	dining room
		Living room
•	eliminate d	Hall on 2.3+4

_		
Date:	11-23-20	

Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 54 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US (605) 881-5859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS

1525 11/19/2021 Net 15 12/04/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
01/12/2021	Retainage New 36 unit apartment (parkside)	0	0.00	5,000.00

BALANCE DUE

\$5,000.00

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Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS

DUE DATE

1498 07/26/2021 Net 15 08/10/2021

DATE	ACTIVITY	QTY RATE	
01/12/2021	Materials New 36 plex apartment building	0	57,375.01
		PAYMENT	57,375.01
		BALANCE DUE	\$0.00 PAID

Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 56 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE

1493 04/18/2021 Net 30

DATE TERMS DUE DATE

05/18/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
01/12/2021	Materials New 36 plex apartment building	0		81,000.00
		PAYMENT		81,000.00
		BALANCE DUE		\$0.00
				PAID

Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 57 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS

1492 03/30/2021 Net 15

DUE DATE 04/14/2021

DATE	ACTIVITY	QTY RATE	AMOUNT
01/12/2021	Materials New 36 plex apartment building		27,000.00
		PAYMENT	27,000.00
		BALANCE DUE	\$0.00 PAID

Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 58 of 87

Kloos Electric LLC

311 27th St. NW

Watertown, SD 57201-2416 US

+16058815859

klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE

ATE

03/16/2021 Net 15

TERMS DUE DATE

03/31/2021

1491

DATE	ACTIVITY	QTY RATE	AMOUNT
01/12/2021	Materials New 36 plex apartment building		67,499.99
		PAYMENT	67,499.99
		BALANCE DUE	\$0.00 PAID

Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 59 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS

DUE DATE

1484 01/01/2021 Net 15 01/16/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Materials New 36 plex apartment building	0		37,125.00
		PAYMENT		37,125.00
		BALANCE DUE		\$0.00

Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 60 of 87

Kloos Electric LLC

Type Money received		Status All statuses	Delivery Method		Date All	Customer All
Date Type 1/3/22 Payment 9/14/21 Payment 5/28/21 Payment 4/28/21 Payment 3/16/21 Payment 1/21/21 Payment	No. 39165 38525 37879 37684	From / To Jesse Craig:Parkside Place Jesse Craig:Parkside Place Jesse Craig:Parkside Place Jesse Craig:Parkside Place Jesse Craig:Parkside Place Jesse Craig:Parkside Place		Memo	\$57,375 \$81,000 \$27,000 \$67,500	Status .00 Closed .00 Closed .00 Closed .00 Closed .00 Closed .00 Closed

1-6 of 6

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 15 and 16 in Block 2 of the Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

8 2nd Street Northeast, Watertown, SD 57201

Dated this 28 day of April	
AMOUNT: \$ 27,000	Paid to: Kloos Electric
FULL	Mulha
PARTIAL	By: Rick Kloos Its: owner Address; 31127+h St NU
	Phone Number: 605-881-5859

PLEASE SIGN AND RETURN TO:

Craig Development, LLC 1405 1st Avenue North Fargo, ND 58102

Exhibit D

Kloos Electric LLC

Lofts Project
Payment Applications
Estimate and Invoices
Payment Records

PAYMENT APPLICATION	25-30002 D	oc 199 Filed 10/1		14:06:45 Desc Main	Diatribution To:
TO: The Lofts LLC 1405 1st Ave N. Fargo, ND 58102	PRO	JECT: Watertown Mr. 10 N. Broa Watertown, S	D 57201 Period End Application Date	1 12/13/2020	Distribution To: Owner Accounting Architect
FROM: Kloos Electric 311 27th St. NW Watertown, SD 5720	01	VIA CONTRUCTIO	Subcontract #: Date of Contract N MANAGER: Pre	vail, LLC	Owner's Rep.
FOR:	of Work	VIA ARCHITECT:			
CONTRACTORS SUMMARY			Contractor's signature below is his a	assurance to Owner, concerning t	the payment herein applied for, that:
Application is made for payment as shown belo Continuation Page is Attached	DW.		(1) the Work has been performed as Contractor under the Contract have obligations under the Contract for W	been used to pay Contractor's co	ost for labor, materials and other
1 CONTRACT AMOUNT		\$ 242,819.20	payment.		
2 SUM OF ALL CHANGE ORDERS		\$5,000.00	CONTRACTOR: Kloc	os Electric	L
3 CURRENT CONTRACT AMOUNT (Line	e 1 + Line 2)	\$247,819.20	By: that h	5	Date: 12-13-20
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 247,819.20			
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$	\$0.00			
6 TOTAL COMPLETED AND STORED LESS	RETAINAGE	\$247,819.20	Certification Requ	AND ADDRESS OF THE PARTY OF THE	
(Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATIONS		\$ 237,819.20	The construction Manager and Architect's signatures below are their assurance to Owner, concern payment herein applied for, that: 1. They haveinspected the Work represented by this Application, work has been completed to the extent indicated in this application, 3. this Application for Payment		
(Line 6 from Prior Application)		\$10,000.00	accurately states the amount of Wo	ork completed and payment due to payment due to payment should not be made.	herefor, and 4. Construction Manager
8 PAYMENT DUE		\$0.00	Certified Amount	, , ,	Date:
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)		\$0.00	DOT NOT BE	and the neument due you should	Lottoch an evolunation. Initial all
SUMMARY OF CHANGE ORDERS	Additions	Deductions	(If the certified amount is different fi	he certified amount.)	ашаын ан өлрганашон пинаган
Total changes approved in previous	¢E 000 00		GENERAL CONTRACTOR: By:		Date:
months	\$5,000.00		ARCHITECT:		
Total changes approved this month			By:		Date:
TOTALS	\$5,000.00	\$0.00	Neither this Application nor paymen	nt applied for herein is assignable	or negotiable. Payment shall be
NET CHANGES	\$5,000.00		made only to Contractor, and is with Documents or otherwise.	nout prejudice to any rights of Ow	ner or Contractor under the Contract
112.000	**************************************		Documents of otherwise.		Page 1

Document Page 64 of 87

Payment application containing Contractor's signature is attached.

DATE OF APPLICATION PERIOD THRU

APPLICATION #

SUBCONTRACT#

Α	В	С	D	E	F	G		Н	
- / .			COMPLET	TED WORK	STORED	TOTAL	PERCENT	BALANCE TO	<u> </u>
ITEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	MATERIALS (NOT IN D OR E)	COMPLETED AND STORED (D+E+F)	COMPLETE (G/C)	COMPLETION (C-G)	RETAINAGE
01	Final payment request	\$ 247,819.20	\$ 237,819.20	\$ -	\$ 10,000.00	\$ 247,819.20	100%	\$ -	\$ -
02	i mai paymoni request					\$ -	#DIV/0!	\$ -	J. J.
03						\$ -	#DIV/0!	\$ -	7
04						\$ -	#DIV/0!	\$ -	<u>d</u> .
05						\$ -	#DIV/0!	\$ -	<u>¢</u>
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07						\$ -	#DIV/0!	\$ -	_ ₫
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34						\$ -		\$ -	
35						\$ -		\$ -	
36						\$ -		s -	
37						\$ -		\$ -	
38		0.017.010.00	0007.040.00	•	\$ 10,000.00	\$ 247,819.20	100%	\$ -	\$ -
	SUB-TOTALS	\$ 247,819.20	\$237,819.20	\$ -	\$ 10,000.00	Ψ 247,019.20	10070	ΙΨ	1

APPLICATION AND CERTIFICATE FOR PAYMENT CONSTRUCTION MANAGER-ADVISER EDITION ALA DOCUMENT G702/CMa PAGE ONE OF PAGES TO OWNER: PROJECT: APPLICATION NO: Distribution to: The Lofts LLC Watertown Mixed Use OWNER 1405 1st Ave N 10 North Broadway Street PERIOD TO: CONSTRUCTION Fargo, ND 58102 Watertown, South Dakota PROJECT NO: 19030 MANAGER FROM CONTRACTOR: ARCHITECT **CONTRACT DATE: 11/25/2019** CONTRACTOR VIA CONSTRUCTION MANAGER: Heilman Homes, Inc. BID PACKAGE NO. VIA ARCHITECT: Mutchler Bartram Architects, P.C. CONTRACTOR'S APPLICATION FOR PAYMENT The undersigned Contractor certifies that to the best of the Contractor's knowledge, Application is made for payment, as shown below, in connection with the Contract. information and belief the Work covered by this Application for Payment has been Continuation Sheet, AIA Document G703, is attached. completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due. 1. ORIGINAL CONTRACT SUM 2. Net change by Change Orders 3. CONTRACT SUM TO DATE (Line 1 ± 2) 4. TOTAL COMPLETED & STORED TO DATE Date: 8-28-20 (Column G on G703) 5. RETAINAGE: % of Completed Work State of: County of: (Column D + E on G703) Subscribed and sworn to before me this day of % of Stored Material Notary Public: (Column F on G703) My Commission expires: Total Retainage (Lines 5a + 5b or CERTIFICATE FOR PAYMENT Total in Column I of G703) 6. TOTAL EARNED LESS RETAINAGE In accordance with the Contract Documents, based on on-site observations and the data (Line 4 less Line 5 Total) comprising this application, the Construction Manager and Architect certify to the 7. LESS PREVIOUS CERTIFICATES FOR Owner that to the best of their knowledge, information and belief the Work has PAYMENT (Line 6 from prior Certificate) progressed as indicated, the quality of the Work is in accordance with the Contract 8. CURRENT PAYMENT DUE Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED. 9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6) AMOUNT CERTIFIED CHANGE ORDER SUMMARY ADDITIONS DEDUCTIONS (Attach explanation if amount certified differs from the amount applied for. Initial all Total changes approved figures on this Application and on the Continuation Sheet that changed to conform to the in previous months by Owner amount certified.) CONSTRUCTION MANAGER: 5,000 Total approved this Month By: Date: ARCHITECT: TOTALS By: Date: NET CHANGES by Change Order This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without

prejudice to any rights of the Owner or Contractor under this Contract.

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: APPLICATION DATE:

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO:

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 19030

A	В	С	D	Е	F	T ====			I RETAINAGE
ITEM	DESCRIPTION OF WORK	SCHEDULED	WORK COM	MPLETED	MATERIALS	TOTAL	0/	Н	I
NO.		VALUE	FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD	PRESENTLY STORED (NOT IN D OR E)	COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)	BALANCE TO FINISH (C - G)	(IF VARIABLE RATE)
	Change order	5,000							A SOCIAL
									a a a
	GRAND TOTALS								
Users m	GRAND TOTALS	by requesting of t	the license a compl						

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION AND CERTIFIC AIA DOCUMENT G702/CMa	CATE FOR PAYMENT	CONSTRUCTION MANAGER-ADVISER EDITION PAGE ONE OF PAGES
TO OWNER: The Lofts LLC 1405 1st Ave N Fargo, ND 58102	PROJECT: Watertown Mixed Use 10 North Broadway Street Watertown, South Dakota	APPLICATION NO: Distribution to:OWNER PERIOD TO: CONSTRUCTION PROJECT NO: 19030 MANAGER
FROM CONTRACTOR:		CONTRACT DATE: 11/25/2019 ARCHITECT CONTRACTOR
BID PACKAGE NO.	VIA CONSTRUCTION MANAGER: VIA ARCHITECT:	Heilman Homes, Inc. Mutchler Bartram Architects, P.C.
CONTRACTOR'S APPLICATION Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached	connection with the Contract.	The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.
 ORIGINAL CONTRACT SUM Net change by Change Orders CONTRACT SUM TO DATE (Line 1 ± 2) TOTAL COMPLETED & STORED TO DATE (Column G on G703) RETAINAGE: a. % of Completed Work (Column D + E on G703) b. % of Stored Material (Column F on G703) Total Retainage (Lines 5a + 5b or 	\$ 343,819.20 \$ 7,131.37 \$ 349,940.37	CONTRACTOR: Kloos Electric By: Date: 8-28-27 State of: County of: day of Notary Public: My Commission expires:
Total in Column I of G703)	\$	CERTIFICATE FOR PAYMENT
 TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE 	\$ 31,879.46 \$ 39.001.2	In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.
BALANCE TO FINISH, INCLUDING RETAINA (Line 3 less Line 6)	GE \$	AMOUNT CERTIFIED \$
CHANGE ORDER SUMMARY	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the amount applied for. Initial all
Total changes approved in previous months by Owner		figures on this Application and on the Continuation Sheet that changed to conform to the amount certified.)
Total approved this Month	7, 121,37	By: Date:
	7 /- 1 37	ARCHITECT:
TOTALS	7,121,37	By: Date:
NET CHANGES by Change Order		This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the
		Contractor named herein. Issuance, payment and acceptance of payment are without

AIA DOCUMENT G703

PAGE OF PAGES

poena 065**8**

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: APPLICATION DATE:

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO:

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 19030

A	В	С	D	Е	F	G		Н	I an
NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK CON FROM PREVIOUS APPLICATION (D+E)	MPLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)	BALANCE TO FINISH (C - G)	RETAINAGEN (IF VARIABLE RATE) OO .i.
1	Upgrade From dial thermostat to digital	[‡] 571.01							RSB-Kloos Elect
2	Elavator sized changed From 150A (bid) to 250A actual	£4,17,61							RRSB-K
1 1	Temp power to run Elauator - Could not do permanent power because back fill was not complete	\$1.402.88							
4	final payment								
	GRAND TOTALS			oted AIA December 1					

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION AND CERTIFI	CATE FOR PAYMENT	CONSTRUCTION MANAGER-	-ADVISER EDITION
AIA DOCUMENT G702/CMa			PAGE ONE OF PAGES
TO OWNER:	PROJECT:	APPLICATION NO:	Distribution to:
The Lofts LLC	Watertown Mixed Use		OWNER
1405 1st Ave N	10 North Broadway Street	PERIOD TO:	CONSTRUCTION
Fargo, ND 58102	Watertown, South Dakota	PROJECT NO: 19030	MANAGER
FROM CONTRACTOR:			ARCHITECT
		CONTRACT DATE: 11/25/2019	
	VIA CONSTRUCTION MANAGER:	Heilman Homes, Inc.	
BID PACKAGE NO.	VIA ARCHITECT:	Mutchler Bartram Architects, P.C.	
Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached. 1. ORIGINAL CONTRACT SUM 2. Net change by Change Orders 3. CONTRACT SUM TO DATE (Line 1 ± 2) 4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) 5. RETAINAGE: a. % of Completed Work \$ (Column D + E on G703) b. % of Stored Material \$ (Column F on G703)	connection with the Contract.	The undersigned Contractor certifies that to the best information and belief the Work covered by this App completed in accordance with the Contract Documer by the Contractor for Work for which previous Certification (CONTRACTOR: Kloos Electronic Payments received from the Owner, and that current CONTRACTOR: Kloos Electronic Payments of the Contractor o	polication for Payment has been noted that, that all amounts have been paid ficates for Payment were issued and payment shown herein is now due. Date: 7-23-26
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	6	CERTIFICATE FOR PAYMEN	T
 TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE BALANCE TO FINISH, INCLUDING RETAINA (Line 3 less Line 6) 	31.879.46	In accordance with the Contract Documents, based or comprising this application, the Construction Manage Owner that to the best of their knowledge, informatic progressed as indicated, the quality of the Work is in Documents, and the Contractor is entitled to payment AMOUNT CERTIFIED \$	on on-site observations and the data er and Architect certify to the on and belief the Work has accordance with the Contract of the AMOUNT CERTIFIED.
CHANGE ORDER SUMMARY Total changes approved in previous months by Owner	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the figures on this Application and on the Continuation S amount certified.)	he amount applied for. Initial all Sheet that changed to conform to the
		CONSTRUCTION MANAGER:	
Total approved this Month		Ву:	Date:
		ARCHITECT:	
TOTALS		By:	Data
NET CHANGES by Change Order		This Certificate is not negotiable. The AMOUNT CE Contractor named herein. Issuance, payment and acceprejudice to any rights of the Owner or Contractor und	ptance of payment are with

AIA DOCUMENT G703

PAGE OF PAGES

ena 0660

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing

APPLICATION DATE:

APPLICATION NO:

Contractor's signed certification is attached.

PERIOD TO

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO:

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 19030

Α	В	С	D	Е	F	G		Н	I 0
NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK CON FROM PREVIOUS APPLICATION (D + E)	PLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)	BALANCE TO FINISH (C - G)	RETAINAGEO (IF VARIABLE) RATE)
	materials (abor	35,000				-			S Electric
									RRSB-Kloos Electric SD
	e e								
	GRAND TOTALS	60,000							

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APPLICATION AND CERTIFICATE FOR PAYMENT

CONSTRUCTION MANAGER-ADVISER EDITION

AIA DOCUMENT G702/CMa		PAGE ONE OF PAGES
TO OWNER:	PROJECT:	APPLICATION NO: Distribution to:
The Lofts LLC	Watertown Mixed Use	OWNER
1405 1st Ave N	10 North Broadway Street	PERIOD TO: CONSTRUCTION
Fargo, ND 58102	Watertown, South Dakota	PROJECT NO: 19030 MANAGER
FROM CONTRACTOR:		ARCHITECT
		CONTRACT DATE: 11/25/2019 CONTRACTOR
	VIA CONSTRUCTION MANAGER:	Heilman Homes, Inc.
BID PACKAGE NO.	VIA ARCHITECT:	Mutchler Bartram Architects, P.C.
CONTRACTOR'S APPLICATI Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached	connection with the Contract.	The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.
 ORIGINAL CONTRACT SUM Net change by Change Orders CONTRACT SUM TO DATE (Line 1 ± 2) TOTAL COMPLETED & STORED TO DATE 	\$ 242,819,20 \$ 242,819,20	CONTRACTOR: Kloos Electric
(Column G on G703) 5. RETAINAGE:	*	By: Mulh Date: 6-23-20
a. % of Completed Work (Column D + E on G703) b. % of Stored Material (Column F on G703) Total Retainage (Lines 5a + 5b or		State of: Subscribed and sworn to before me this Notary Public: My Commission expires: County of: day of
Total in Column I of G703)	\$	CERTIFICATE FOR PAYMENT
 TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE 	\$ 120,939,74 \$ 30,000	In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.
 BALANCE TO FINISH, INCLUDING RETAINA (Line 3 less Line 6) 	AGE \$ 90,939,74	AMOUNT CERTIFIED \$
CHANGE ORDER SUMMARY	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the amount applied for. Initial all
Total changes approved in previous months by Owner		figures on this Application and on the Continuation Sheet that changed to conform to the amount certified.) CONSTRUCTION MANAGER:
Total approved this Month		By: Date:
		ARCHITECT:
TOTALS		By: Date:
NET CHANGES by Change Order		This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

AIA DOCUMENT G702/CMa · APPLICATION AND CERTIFICATION FOR PAYMENT · CONSTRUCTION MANAGER-ADVISER EDITION · 1992 EDITION · AIA · @1993 THE AMERICAN INSTITUTE OF ARCHITECTS, 1745 NEW YORK AVE., N.W., WASHINGTON, DC 20006-5292

G702/CMa-1992

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

	В	С	C D E F G H						
D.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COM FROM PREVIOUS APPLICATION (D + E)	APLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE	% (G÷C)	H BALANCE TO FINISH (C - G)	I RETAIN (IF VARL RATI
F	Payroll	10,000			20,000	(D+E+F)			
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of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION NO: Distribution to: OWNER PERIOD TO: CONSTRUCTION PROJECT NO: 19030 MANAGER ARCHITECT CONTRACT DATE: 11/25/2019 CONTRACTOR Heilman Homes, Inc. Mutchler Bartram Architects, P.C. The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by this state of the Contractor's knowledge, information and belief the Work covered by the Contractor's knowledge, information and belief the Work covered by the Contractor's knowledge, information and belief the Work covered by the Contractor's knowledge, information and belief the Work covered by the Contractor's knowledge, information and belief the Work covered by the Contractor's knowledge, information and belief the Work covered by the Contractor's knowledge, information and belief the Work covered by the Contractor's knowledge, information and belief the Work covered by the Contractor's knowledge, information and belief the Contractor's knowledge, information and contractor's knowledge, information and contractor's knowledge, information and contractor's k
PERIOD TO: PROJECT NO: 19030 MANAGER ARCHITECT CONTRACT DATE: 11/25/2019 CONTRACTOR Heilman Homes, Inc. Mutchler Bartram Architects, P.C. The undersigned Contractor certifies that to the best of the Contractor's knowledge.
Heilman Homes, Inc. Mutchler Bartram Architects, P.C. The undersigned Contractor certifies that to the best of the Contractor's knowledge.
Mutchler Bartram Architects, P.C. The undersigned Contractor certifies that to the best of the Contractor's knowledge.
The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by the Asset Contractor's knowledge,
information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due. CONTRACTOR: Kloos Electric By: Date: 5-22-2 State of: Subscribed and sworn to before me this Notary Public: My Commission expires:
CERTIFICATE FOR PAYMENT In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.
AMOUNT CERTIFIED \$
By: Date:
By: Date: Date: This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

1	В	C	D	Е	F	G			
EM O.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COM FROM PREVIOUS APPLICATION (D + E)	PLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G÷C)	H BALANCE TO FINISH (C - G)	I RETAII (IF VAR RAT
Mo	aterials + payroll	20,000				(5-2-1)			
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Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION AND CERTIF AIA DOCUMENT G702/CMa	ICATE FOR PAYMENT	CONSTRUCTION MANAGER-	ADVISER EDITION
TO OWNER:	PROJECT:	APPLICATION NO:	PAGE ONE OF PAGES Distribution to:
The Lofts LLC	Watertown Mixed Use	The state of the s	OWNER
1405 1st Ave N	10 North Broadway Street	PERIOD TO:	
Fargo, ND 58102	Watertown, South Dakota	PROJECT NO: 19030	CONSTRUCTION
FROM CONTRACTOR:	and the second s	1 KOJECI NO: 19030	MANAGER
		CONTRACTO A TOTAL	ARCHITECT
		CONTRACT DATE: 11/25/2019	CONTRACTOR
PID BACKACE NO	VIA CONSTRUCTION MANAGER:	Heilman Homes, Inc.	
BID PACKAGE NO.	VIA ARCHITECT:	Mutchler Bartram Architects, P.C.	
CONTRACTOR'S APPLICAT	ON FOR PAYMENT	The undersigned Contractor certifies that to the best o	Sala Carda de la
Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached. ORIGINAL CONTRACT SUM	connection with the Contract	information and belief the Work covered by this Appl completed in accordance with the Contract Document by the Contractor for Work for which previous Certifi payments received from the Owner, and that current p	cation for Payment has been s, that all amounts have been paid
2. Net change by Change Orders 3. CONTRACT SUM TO DATE (Line 1 ± 2) 4. TOTAL COMPLETED & STORED TO DATE	\$ 242,819.70	CONTRACTOR: Kloos Electric	syment shown herein is now due.
(Column G on G703) i. RETAINAGE:	Ψ	By: Mulch	Date: 4-27-2
a. % of Completed Work (Column D + E on G703) b. % of Stored Material (Column F on G703) Total Retainage (Lines 5a + 5b or		State of: Subscribed and sworn to before me this Notary Public: My Commission expires:	of: day of
Total in Column I of G703)	\$	CERTIFICATE FOR PAYMENT	
 TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE BALANCE TO FINISH, INCLUDING RETAINA 	\$ \$0,939.74 \$ 20,000 GE \$ 194.530.3	In accordance with the Contract Documents, based on comprising this application, the Construction Manager Owner that to the best of their knowledge, information progressed as indicated, the quality of the Work is in accomments, and the Contractor is entitled to payment of	on-site observations and the data and Architect certify to the and belief the Work has
(Line 3 less Line 6)		AMOUNT CERTIFIED \$	
CHANGE ORDER SUMMARY Total changes approved	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the	amount applied for Initial all
in previous months by Owner		figures on this Application and on the Continuation She amount certified.) CONSTRUCTION MANAGER:	et that changed to conform to the
Total approved this Month			
		By:ARCHITECT:	Date:
TOTALS			
NET CHANGES by Change Order	,,	By: This Certificate is not negotiable. The AMOUNT CER	_ Date:

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

A	В	C	D	Е	F	G		Н	T
EM IO.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COM FROM PREVIOUS APPLICATION (D + E)	APLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G÷C)	BALANCE TO FINISH (C - G)	I RETAINA (IF VARIA RATE)
	Materials Stored	*20,000							
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APPLICATION AND CERTIFICATE FOR PAYMENT

AIA DOCUMENT G702/CMa		PAGE ONE OF PAGES
TO OWNER:	PROJECT:	A DDY YOU THON NO
The Lofts LLC	Watertown Mixed Use	
1405 1st Ave N	10 North Broadway Street	PERIOD TO:OWNER CONSTRUCTION
Fargo, ND 58102	Watertown, South Dakota	BDG TROPING
FROM CONTRACTOR:	The state of the s	MINAGER
		CONTRACT DATE: 11/25/2019 CONTRACTOR
BUD DA CIVA CIVA	VIA CONSTRUCTION MANAGER:	Heilman Homes, Inc.
BID PACKAGE NO.	VIA ARCHITECT:	Mutchler Bartram Architects, P.C.
CONTRACTOR'S APPLICATI Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached	n connection with the Contract. d.	The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and
 ORIGINAL CONTRACT SUM Net change by Change Orders CONTRACT SUM TO DATE (Line 1 ± 2) TOTAL COMPLETED & STORED TO DATE (Column G on G703) RETAINAGE: a. % of Completed Work \$ 	\$ <u>242,819.20</u> \$ 242,819.20 \$	payments received from the Owner, and that current payment shown herein is now due. CONTRACTOR: Kloos Electric By: Bull here Date: 4-15-20
a. % of Completed Work (Column D + E on G703) b. % of Stored Material (Column F on G703) Total Retainage (Lines 5a + 5b or		State of: Subscribed and sworn to before me this Notary Public: My Commission expires: County of: day of
Total in Column I of G703)	\$	CERTIFICATE FOR PAYMENT
 TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE BALANCE TO FINISH, INCLUDING RETAINA 	\$ 40,469,81 \$ 40,469,87 GE \$ 161,530,13	In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.
(Line 3 less Line 6) CHANGE ORDER SUMMARY		AMOUNT CERTIFIED \$
Total changes approved in previous months by Owner	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the amount applied for. Initial all figures on this Application and on the Continuation Sheet that changed to conform to the amount certified.)
		CONSTRUCTION MANAGER:
Total approved this Month		By:
		By: Date:
TOTALS		
NET CHANGES by Change Order		By: Date:
A DOCUMENT G702/CM8 · APPLICATION AND CERTIFICATION FOR I		This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

APPLICATION AND CERTIFICATE FOR PAYMENT CONSTRUCTION MANAGER-ADVISER EDITION AIA DOCUMENT G702/CMa PAGE ONE OF TO OWNER: PAGES PROJECT: APPLICATION NO: 1 The Lofts LLC Distribution to: Watertown Mixed Use 1405 1st Ave N OWNER 10 North Broadway Street PERIOD TO: Fargo, ND 58102 CONSTRUCTION Watertown, South Dakota PROJECT NO: 19030 FROM CONTRACTOR: MANAGER ARCHITECT **CONTRACT DATE: 11/25/2019** CONTRACTOR VIA CONSTRUCTION MANAGER: Heilman Homes, Inc. BID PACKAGE NO. VIA ARCHITECT: CONTRACTOR'S APPLICATION FOR PAYMENT Mutchler Bartram Architects, P.C. The undersigned Contractor certifies that to the best of the Contractor's knowledge, Application is made for payment, as shown below, in connection with the Contract. information and belief the Work covered by this Application for Payment has been Continuation Sheet, AIA Document G703, is attached. completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and 1. ORIGINAL CONTRACT SUM payments received from the Owner, and that current payment shown herein is now due. 2. Net change by Change Orders CONTRACTOR: Kbos Electric 3. CONTRACT SUM TO DATE (Line 1 ± 2) 4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) Date: 3-17-20 5. RETAINAGE: % of Completed Work (Column D + E on G703) State of: County of: Subscribed and sworn to before me this % of Stored Material day of (Column F on G703) Notary Public: Total Retainage (Lines 5a + 5b or My Commission expires: Total in Column I of G703) CERTIFICATE FOR PAYMENT 6. TOTAL EARNED LESS RETAINAGE In accordance with the Contract Documents, based on on-site observations and the data (Line 4 less Line 5 Total) 7. LESS PREVIOUS CERTIFICATES FOR comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has PAYMENT (Line 6 from prior Certificate) progressed as indicated, the quality of the Work is in accordance with the Contract 8. CURRENT PAYMENT DUE Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED. 9. BALANCE TO FINISH, INCLUDING RETAINAGE \$ (Line 3 less Line 6) AMOUNT CERTIFIED CHANGE ORDER SUMMARY ADDITIONS (Attach explanation if amount certified differs from the amount applied for. Initial all DEDUCTIONS Total changes approved in previous months by Owner figures on this Application and on the Continuation Sheet that changed to conform to the amount certified.) CONSTRUCTION MANAGER: Total approved this Month By: Date: ARCHITECT: TOTALS NET CHANGES by Change Order By: Date:

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract. AIA DOCUMENT G702/CMa · APPLICATION AND CERTIFICATION FOR PAYMENT · CONSTRUCTION MANAGER-ADVISER EDITION · 1992 EDITION · AIA · ©1992 G702/CMa-1992

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO:

In tabulations below, amounts are stated to the nearest dollar.

APPLICATION DATE: 3-17-20

Use Column I on Contracts where variable retainage for line items may apply.

PERIOD TO: 3-31-20 ARCHITECT'S PROJECT NO: 19030

ubpoena 066 C D ITEM E DESCRIPTION OF WORK F SCHEDULED G WORK COMPLETED H NO. MATERIALS TOTAL VALUE FROM PREVIOUS BALANCE RETAINAGE THIS PERIOD PRESENTLY COMPLETED (G + C) APPLICATION TO FINISH (IF VARIABLE STORED AND STORED (D+E)(C - G) RATE)() (NOT IN TO DATE Down Payment. **RSB-Kloos Electric** D OR E) (D+E+F) 40,469.87 0 0 0 0 202.349.30 **GRAND TOTALS**

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Case 25-30002 Doc 199 Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Document Page 80 of 87

To: The Lofts LLC PROJECT: Watertown Mixed Use Application # 1

FROM: The Lofts L 1405 1st Av Fargo, ND 58 Kloos Elect 311 27th St. Watertown, SD	e N. 8102 tric NW	10 N. E	n Mixed Use Broadway n, SD 57201	Application # Period Start Period End Application Date Subcontract #: Date of Contract	12/13/2020	Distribution To: Owner Accounting Architect Owner's Rep.
FOR:		VIA CONTRUC VIA ARCHITEC	TION MANAGE	R: Prev	ail, LLC	
CONTRACTORS SUMMA Application is made for payment as show Continuation Page is Attached 1 CONTRACT AMOUNT		\$ 242,819.	Contractor's (1) the Work Contractor u	nder the Contract have be	sen used to pay Contract	ning the payment herein applied for, that: ocuments, (2) all sums previously paid to r's cost for labor, materials and other (3) Contractor is legally entitled to this
2 SUM OF ALL CHANGE ORDERS 3 CURRENT CONTRACT AMOUNT 4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)	(Line 1 + Line 2)	\$5,000.0 \$247,819.2 \$ 247,819.2	20 By:	Aut De	Electric	Date: 12-13-20
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) 5 TOTAL COMPLETED AND STORED LE	\$	\$0.00	- Committee of the Comm			
(Line 4 Minus Line 5 Total) LESS PREVIOUS PAYMENT APPLICAT (Line 6 from Prior Application) PAYMENT DUE BALANCE TO COMPLETION (Line 3 Minus Line 6)		\$ 237,819.20 \$ 237,819.20 \$10,000.00	The construction payment herein work has been accurately state	on Manager and Architect n applied for, that: 1. They completed to the extent i es the amount of Work co mow of no reason why pa	t's signatures below are the	eir assurance to Owner, concerning the represented by this Application, 2. Such n, 3. this Application for Payment
SUMMARY OF CHANGE ORDER	Additions	Deductions	(If the certified	amount is different from the	he payment due, you shou	uld attach an explanation. Initial all
Total changes approved in previous months	\$5,000.00	Deductions	figures that are GENERAL COI By:	and sou to mater are ce	rtified amount.)	
Total changes approved this month			ARCHITECT: By:			Date:
TOTALS NET CHANGES	\$5,000.00 \$5,000.00	\$0.00	Neither this App made only to Co Documents or o		ied for herein is assignable rejudice to any rights of O	e or negotiable. Payment shall be wner or Contractor under the Contract

KLOOS ELECTRIC LLC.

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate: Jesse Craig

The Loft

Date:

11/15/2019

Wire new mixed use building, with underground parking, 1st floor retail, and 39 appartments.

1 1600A 120V-208V three pahse service 1 Elevator with 150A three phase service disconnect with shunt trip 1 1-400A three phase house meter 39 100A apartment panels for apartments 4 200A three phase tenant meters 1 Electrical State wiring certificate 1 Camera system with a 16 channel NVR, 6 bullet cameras, and 10 dome cameras. 1 Fire alarm system per ABC and wiring certificate. 1 Entry system with 5 door stations, locks and codes. Parking garage to include, 32 LED light fixtures, 2 gas funace hook ups, 1 OH door wiring.

Retail area to have 8 temp LED light fixtures, temp outlets, exterior LED wallpack. Apartments will include LED lights, baseboard heat, wall AC unit, stove, microwave, washer, and dryer.

Total:

242,819.20

See additional pages of agreement for additional terms and conditions. Customer Acknowledges that he/she has read this agreement and its entirety and understands the terms and conditions.

This is your authorizations to complete the work as outlined above. Acceptance signed by: Date: 11-16-19 Printed Name: Jesse

When both parties sign this proposal, this instrument constitutes as a legal and binding contract between parties.



KLOOS ELECTRIC LLC.

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate:	Jesse Craig	The Loft
-----------	-------------	----------

Date:

11/15/2019

Wire new mixed use building, with underground parking, 1st floor retail, and 39 appartments.

1	1600A 120V-208V three pahse service
1	Elevator with 150A three phase service disconnect with shunt trip
1	1-400A three phase house meter
39	100A apartment panels for apartments
4	200A three phase tenant meters
1	Electrical State wiring certificate
1	Camera system with a 16 channel NVR, 6 bullet cameras, and 10 dome cameras.
1	Fire alarm system per ABC and wiring certificate.
1	Entry system with 5 door stations, locks and codes.
Parking g	garage to include, 32 LED light fixtures, 2 gas funace hook ups, 1 OH door wiring.
	ea to have 8 temp LED light fixtures, temp outlets, exterior LED wallpack.
	The state of the s

Apartments will include LED lights, baseboard heat, wall AC unit, stove, microwave, washer, and dryer.

Total: \$ 242,819.20

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the terms and conditions.

This is y	our authorizations to complete the work a	as outlined above.	
	Acceptance signed by:	Date:	
	Printed Name:		

When both parties sign this proposal, this instrument constitutes as a legal and binding contract between parties.



KLOOS ELECTRIC

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Invoice: The Loft

Date:

8/24/2020

Elevator extra cost.

Original bid amount.		\$ 2,351.47
Actual:		
Material upsize.		\$ 3,707.70
Labor		\$ 2,100.00
	Total:	\$ 5,807.70
	Total extra cost:	\$ 3,456.23
	MU% Total:	\$ 4,147.48

Material upsize includes sizing up wire and conduit to elevator disconnect.

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Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Dale Heilman Heilman Homes 507 11th St. SE Suite 2 Watertown, SD 57201 INVOICE DATE TERMS

DUE DATE

1447 05/14/2020 Net 15 05/29/2020

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Materials The Loft estimate per estimate on 11/5/19			242,819.20
		PAYMENT		242,819.20
		BALANCE DUE		\$0.00 PAID

Case 25-30002 Doc 199

Document

Filed 10/15/25 Entered 10/15/25 14:06:45 Desc Main Page 85 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US (605) 881-5859 klooselectric@outlook.com



INVOICE

Dale Heilman Heilman Homes 507 11th St. SE Suite 2 Watertown, SD 57201

1447

SETTLEMENT DATE:

05/14/2020 Net 15

05/29/2020

DESCRIPTION

RATE

AMOUNT

Materials

PAYMENT

60,469.87

242,819.20

BALANCE DUE

\$182,349.33

FILE: SD19269171

FIRST DAKO'FA TITLE - WATERTOWN . GREAT WESTERN BANK . ESCROW ACCOUNT . 168 NORTH BROADWAY . WATERTOWN, SD 57201

21331 CHECK AMOUNT: \$60,469.87

21331

DATE: 5/7/2020

BUYER: The Lofts, LLC

PROPERTY ADDRESS: 1 tbd, Watertown, SD 57201

PAYEE: Kloos Electric

5/7/2020: Disbursement to Kloos Electric

\$60,469.87

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Kloos Electric LLC

	Type		Status	Delivery Method		Date C	ustomer
Mon	ey received	All	l statuses			All	All
Date	Туре	No.	From / To		Memo	Amount	Status
12/31/20	Payment	37246	Dale Heilman: The Loft			\$10,000.0	0 Closed
9/14/20	Payment	36643	Dale Heilman: The Loft			\$25,000.0	0 Closed
8/6/20	Payment	25136	Dale Heilman:The Loft			\$60,000.0	0 Closed
7/28/20	Payment	36475	Dale Heilman: The Loft			\$20,000.0	0 Closed
7/9/20	Payment	23677	Dale Heilman: The Loft			\$30,000.0	0 Closed
5/7/20	Payment	21331	Dale Heilman:The Loft			\$60,469.8	7 Closed

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Loft payments.

project total 242,819.20

Dayments made total 210,939,74

Change orders 7121.37

remainder. 39,001.2